

NICHOLAS FINANCIAL INC

Form 4

June 17, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bates Kevin Dean

(Last) (First) (Middle)

2454 MCMULLEN BOOTH
DRIVE, BLDG C

(Street)

CLEARWATER, FL 33759

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NICHOLAS FINANCIAL INC
[NICK]

3. Date of Earliest Transaction
(Month/Day/Year)
05/12/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) Senior VP of Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/12/2015		M		1,650	A	\$ 9.412
					24,700		D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 9.412	05/12/2015		M	1,650	<u>(1)</u>	05/12/2015	Common Stock	1,650	\$
Stock Option (right to buy)	\$ 8.21					<u>(3)</u>	05/08/2017	Common Stock	5,500	
Stock Option (right to buy)	\$ 3.6					<u>(4)</u>	03/19/2018	Common Stock	3,300	
Stock Option (right to buy)	\$ 0.77					<u>(5)</u>	11/06/2018	Common Stock	5,500	
Stock Option (right to buy)	\$ 1.2					<u>(6)</u>	05/05/2019	Common Stock	5,500	
Stock Option (right to buy)	\$ 10.96					<u>(7)</u>	05/09/2021	Common Stock	1,500	
Stock Option (right to buy)	\$ 10.87					<u>(8)</u>	05/03/2022	Common Stock	10,000	
Stock Option (right to buy)	\$ 14.37					<u>(9)</u>	06/13/2024	Common Stock	25,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bates Kevin Dean 2454 MCMULLEN BOOTH DRIVE BLDG C CLEARWATER, FL 33759	X		Senior VP of Operations	

Signatures

/s/Kevin Bates 06/17/2015

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option is vested in five equal annual installments beginning May 12, 2005.
- (2) The exercise price has been reduced by \$2.00 per the Equity Plan requirements as a result of the December 2012 special cash dividend.
- (3) The option vested in five equal annual installments beginning May 8, 2007.
- (4) The option vested in five equal annual installments beginning March 19, 2008.
- (5) The option vested in five equal annual installments beginning November 6, 2008.
- (6) The option vested in five equal annual installments beginning May 5, 2009.
- (7) The option vested in five equal annual installments beginning May 9, 2011.
- (8) The option vested in five equal annual installments beginning May 3, 2012.
- (9) The option vested in five equal annual installments beginning June 13, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.