NICHOLAS FINANCIAL INC

Form 4 July 20, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549

3235-0287 Number:

January 31,

if no longer subject to Section 16. Form 4 or

Check this box

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

2005 Estimated average burden hours per

Expires:

Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

FINKENBRINK RALPH

Symbol

(Check all applicable)

5. Relationship of Reporting Person(s) to

NICHOLAS FINANCIAL INC [NICK]

_X__ Director

(Last)

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

10% Owner X_ Officer (give title Other (specify below)

2454 MCMULLEN BOOTH

07/12/2016

President and CEO

ROAD, BLDG C SUITE 501B

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

(Middle)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

CLEARWATER, FL 33759

(City) (State) (Zip) 2. Transaction Date 2A. Deemed 1. Title of Security (Month/Day/Year) Execution Date, if

4. Securities Acquired 5. Amount of 3. Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

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

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

(Month/Day/Year)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V (D) Price Amount

Common Stock

(Instr. 3)

07/12/2016

\$0 A 11,704 Α 87,904 D

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

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

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 6.58 (1)					(2)	08/31/2017	Common Stock	11,000	
Stock Option (right to buy)	\$ 3.6 (1)					<u>(3)</u>	03/19/2018	Common Stock	8,200	
Stock Option (right to buy)	\$ 3.5 (1)					<u>(4)</u>	04/01/2018	Common Stock	38,500	
Stock Option (right to buy)	\$ 14.37					<u>(5)</u>	06/13/2024	Common Stock	40,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FINKENBRINK RALPH 2454 MCMULLEN BOOTH ROAD BLDG C SUITE 501B CLEARWATER, FL 33759	X		President and CEO			

Signatures

/s/ Ralph T. Finkenbrink	07/20/2016		
**Signature of Reporting Person	Date		

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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 exercise price has been reduced by \$2.00 per the Equity Plan requirements as a result of the December 2012 special cash dividend.
- (2) The options vested in five equal annual installments beginning on August 31,2008.
- (3) The options vested in three equal annual installments beginning on March 19, 2009.
- (4) The options vested in three equal annual installments beginning on April 1, 2009.
- (5) The options vested in five equal annual installments beginning on June 13, 2015.

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.