

Regional Management Corp.  
Form 8-K  
December 31, 2013

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 30, 2013**

**Regional Management Corp.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-35477**  
**(Commission**

**File Number)**  
**509 West Butler Road**

**57-0847115**  
**(IRS Employer**

**Identification No.)**

**Greenville, South Carolina 29607**

**(Address of principal executive offices) (zip code)**

**(864) 422-8011**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

- (b) On December 30, 2013, Jared L. Johnson notified the Board of Directors of Regional Management Corp. (the Company ) of his resignation from the Board of Directors of the Company, effective as of December 31, 2013.

Mr. Johnson served on the Board of Directors of the Company as a designee of Parallel 2005 Equity Fund, LP (collectively with its affiliates, Parallel ), pursuant to that certain Amended and Restated Shareholders Agreement, dated March 27, 2012, by and among the Company, Parallel, Palladium Equity Partners III, L.P., and certain other stockholders party thereto. Mr. Johnson is resigning from his position as Managing Director of Parallel, effective as of December 31, 2013, and as a result, Mr. Johnson has resigned from the Board of Directors of the Company, also effective as of December 31, 2013.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Regional Management Corp.

Date: December 31, 2013

By: /s/ Donald E. Thomas  
Donald E. Thomas  
Executive Vice President and Chief Financial Officer