

Enova International, Inc.
Form 4
June 12, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CASH AMERICA
INTERNATIONAL INC

(Last) (First) (Middle)

1600 WEST 7TH STREET

(Street)

FORT WORTH, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Enova International, Inc. [ENVA]

3. Date of Earliest Transaction
(Month/Day/Year)
06/11/2015

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$0.00001 per share | 06/11/2015 | | J | 49,496 (1) | D \$ 0 584,752 (1) (2) | D | |
| Common Stock, par value \$0.00001 per share | 06/12/2015 | | S | 18,539 (3) | D \$ 18.96 566,213 (2) (4) | D | |
| Common Stock, par | | | | | 5,955,249 | I | CSH Holdings |

value
\$0.00001
per share

LLC

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

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(9-02)

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

| 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CASH AMERICA INTERNATIONAL INC
1600 WEST 7TH STREET
FORT WORTH, TX 76102

X

Signatures

/s/ Thomas A. Bessant, Jr. Executive Vice President and Chief Financial Officer

06/12/2015

__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) This disposition represents a delivery of shares, net of tax withholding, of Enova International, Inc. ("Enova") to holders of vested Restricted Stock Units ("RSUs") of Cash America International, Inc. ("Cash America") as described in Footnote 2.
- (2) Represents shares of Enova that may be delivered by Cash America to holders of certain outstanding unvested RSUs, vested deferred RSUs, and unvested deferred RSUs that were granted by Cash America to certain of Cash America's officers, directors and employees

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and certain deferred shares payable to Cash America's directors relating to Cash America common stock under Cash America's long-term incentive plans. Such RSU awards and deferred shares will be payable by Cash America in both shares of Cash America common stock and Enova common stock, subject to the terms of Cash America's long-term incentive plans and the applicable award agreement. The Enova shares payable under the vested deferred RSUs and the deferred shares will be held by Cash America in a rabbi trust.

- (3) This disposition represents a sale of Enova shares that were withheld by Cash America to pay taxes in connection with the delivery of Enova shares to holders of vested RSUs of Cash America as described above.

The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$18.81 to \$19.25.

- (4) Upon request, Cash America will provide Enova, any security holder of Enova or the staff of the Securities and Exchange Commission full information regarding the number of shares sold at each price within the ranges set forth in this footnote.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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