

NICHOLAS FINANCIAL INC

Form 4

July 06, 2012

**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  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FINKENBRINK RALPH

(Last) (First) (Middle)

2454 MCMULLEN BOOTH  
ROAD, BLDG C SUITE 501B

(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)  
07/03/2012

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)  
Sr VP and CFO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (D)                                                                     | Price                                                             |
| Common<br>Stock                       | 07/03/2012                              |                                                             | S                                    |                                                                         | 10,000                                                                                                             | D                                                                       | \$<br>12.825                                                      |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 149,803                                                           |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 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  
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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 3) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------|

|                                      |         |  |  | Code | V | (A) | (D)        | Amount<br>or<br>Number<br>of Shares |
|--------------------------------------|---------|--|--|------|---|-----|------------|-------------------------------------|
| Stock<br>Option<br>(right to<br>buy) | \$ 8.58 |  |  |      |   |     |            |                                     |
|                                      |         |  |  |      |   | (1) | 08/31/2017 | Common<br>Stock 11,000              |
| Stock<br>Option<br>(right to<br>buy) | \$ 5.6  |  |  |      |   |     |            |                                     |
|                                      |         |  |  |      |   | (2) | 03/19/2018 | Common<br>Stock 8,200               |
| Stock<br>Option<br>(right to<br>buy) | \$ 5.5  |  |  |      |   |     |            |                                     |
|                                      |         |  |  |      |   | (3) | 04/01/2018 | Common<br>Stock 38,500              |

## Reporting Owners

| Reporting Owner Name / Address                                                             | Relationships |           |               |       |
|--------------------------------------------------------------------------------------------|---------------|-----------|---------------|-------|
|                                                                                            | Director      | 10% Owner | Officer       | Other |
| FINKENBRINK RALPH<br>2454 MCMULLEN BOOTH ROAD<br>BLDG C SUITE 501B<br>CLEARWATER, FL 33759 | X             |           | Sr VP and CFO |       |

## Signatures

/s/ Ralph T.  
Finkenbrink

07/06/2012

\_\_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 options vest in five equal annual installments beginning on August 31, 2008.
- (2) The options vest in three equal annual installments beginning on March 19, 2009.

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(3) The options vest in three equal annual installments beginning on April 1, 2009.

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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