

Bates Kevin Dean  
 Form 4  
 April 27, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 Bates Kevin Dean

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 04/24/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Senior VP Branch Operations

2454 MCMULLEN BOOTH  
 DRIVE, BLDG C

(Street)

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

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

CLEARWATER, FL 33759

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Common Stock                    | 04/24/2018                           |  | M                              | A   | \$ 0.7727   | 51,036   | D   |
| Common Stock                    | 04/24/2018                           |  | M                              | A   | \$ 1.2  | 56,536   | 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 number.**

SEC 1474  
 (9-02)

Edgar Filing: Bates Kevin Dean - Form 4

**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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Option(right to buy)                 | \$ 0.77 <sup>(1)</sup>                                 | 04/24/2018                           |  | M                              | 5,500   | <sup>(2)</sup>   | 11/06/2018  | Common Stock | 5,500                      |
| Stock Option(right to buy)                 | \$ 1.2 <sup>(1)</sup>                                  | 04/24/2018                           |  | M                              | 5,500   | <sup>(3)</sup>   | 05/05/2019  | Common Stock | 5,500                      |
| Stock Option(right to buy)                 | \$ 10.96 <sup>(1)</sup>                                |                                      |  |                                |   | <sup>(4)</sup>   | 05/09/2021  | Common Stock | 1,500                      |
| Stock Option(right to buy)                 | \$ 10.87 <sup>(1)</sup>                                |                                      |  |                                |   | <sup>(5)</sup>   | 05/03/2022  | Common Stock | 10,000                     |
| Common Stock                               | \$ 14.37 <sup>(1)</sup>                                |                                      |  |                                |   | <sup>(6)</sup>   | 06/13/2024  | Common Stock | 25,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| Bates Kevin Dean<br>2454 MCMULLEN BOOTH DRIVE<br>BLDG C<br>CLEARWATER, FL 33759 |               |           | Senior VP Branch Operations |       |

## Signatures

/s/Irina Nashtatik, Attorney in fact 04/24/2018

    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 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 option vested in five equal installments beginning on November 6, 2008.
- (3) The option vested in five equal installments beginning on May 5, 2009.
- (4) The option vested in five equal installments beginning on May 9, 2011.
- (5) The option vested in five equal installments beginning on May 3, 2012.
- (6) The option vested in five equal installments beginning on 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.