Edgar Filing: JTH Holding, Inc. - Form 4

June 12, 2014 FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION The longer subject to Section 16. Form 5 of Form 5 of Field pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1. D'Angelo Gordon D'Angelo Gordon D'Angelo Gordon Symbol TITH Holding, Inc. [TAX] (Laso (First) (Mont/Day/Year) (Stree) 4. If Amendment, Date Original Field/Mont/Day/Year) (Stree) 4. If Amendment, Date Original Field/Mont/Day/Year) (Stree) 5. Amount (D) Field (Stree) 5. Amount (D) Field 5. Amount (D) Field 5. Amount (D) Field 5. Amount (D) 5.	JTH Holding Form 4	g, Inc.										
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bilgations Fried particular to Section 10(a) (0) the Securities Actuality Act of 1935 or Section may continue. See Instruction 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person $\begin{array}{c} 2. \\ 2. \\ Subol \\ JTH Holding, Inc. [TAX] \\ (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title \underbrace{-10}_{Plow} Other (specify below)1716 CORPORATE LANDING 06/10/2014 \begin{array}{c} -\frac{X_{-}}{Director} \\ Officer (give title \\ Field (Month/Day/Year) \\ (Street) \\ (City) (State) (Zip) \\ (City) (State) (Zip) \\ (City) (Month/Day/Year) \\ (City) (Month/Day/Year) \\ (City) (Month/Day/Year) \\ (Mon$	Form 4 c											
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PARKWAY6. Individual or Joint/Group Filing(Check Applicable Line) -X. Form filed by One Reporting Person 	1716 CODI			-				Officer (give title Other (specify				
Filed(Mont/Day/Year)Applicable Line: Superson(City)(State)(Zip) $Table I - Non-Verture Verture Ver$			J 06/10/2	2014								
X_{conv} form filed by One Reporting Person Form filed by More than One Reporting Person(City)(State)(Zip)Tabe I - Non-Derivative Securities A Deemed any (Instr. 3)4. Securities Acquired (Instr. 3)5. Amount of Securities (Instr. 3)6. Owned Form: Direct (Instr. 4)7. Nature of Indirect Beneficial Owned Following (Instr. 3)7. Nature of Indirect Beneficial (Instr. 3)Class A Common Stock06/10/2014 V_{conv} M_{conv} V_{amount} V_{bot} V_{amount} V_{amount} V_{amount} V_{bot} V_{amount}		(Street)	4. If Am	endment, Da	ate Original	l		6. Individual or Jo	int/Group Filin	g(Check		
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$\begin{array}{c ccccc} Class A \\ Common \\ Stock \end{array} & 06/10/2014 & M \\ \end{array} & M \\ \end{array} & 10,000 \\ F \\ \end{array} & \begin{array}{cccccc} A \\ S,372 \\ (1) \\ \end{array} & \begin{array}{ccccccc} Reported \\ Transaction(s) \\ (Instr. 3 and 4) \\ \end{array} & \begin{array}{cccccccc} Instr. 4 \\ Transaction(s) \\ (Instr. 3 and 4) \\ \end{array} & \begin{array}{ccccccccccccccccccccccccccccccccccc$		(1	Month/Day/Year)	(Instr. 8)						1		
$\begin{array}{c ccccc} Code & V & Amount & OD & Price & (Instr. 3 and 4) \\ \hline Class A \\ Common \\ Stock & 06/10/2014 & M & 10,000 & A & $$27.92 & 14,822 & D \\ \hline Class A \\ Common \\ Stock & 06/10/2014 & F & $$5,372 \\ (1) & D & $$27.92 & 9,450 & D \\ \hline \end{array}$		(A)					Reported (Instr. 4)					
Class A Common Stock06/10/2014M10,000A $\$ 27.92$ 14,822DClass A Common Stock06/10/2014F $5,372$ (1)D $\$ 27.92$ 9,450D				Codo V	Amount	or	Drigo					
Stock Class A Common 06/10/2014 F Stock $5,372$ D $$27.92$ 9,450 D									-			
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Stock		06/10/2014		F		D	\$ 27.02	9,450	D			
Class A ¢	Stock				(1)		21.92					
		06/10/2014		N	10.000		\$	10.450	D			
Common 06/10/2014 M 10,000 A $^{\phi}_{27.92}$ 19,450 D Stock		06/10/2014		М	10,000	А	27.92	19,450	D			
Class A 06/10/2014 F 5,373 D \$ 14,077 D		06/10/2014		F	5.373	D	\$	14.077	D			
$\begin{array}{c} \text{Common} \\ \begin{array}{c} (2) \\ \end{array} \end{array} \begin{array}{c} 27.92 \end{array}$.,				

Stock

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.

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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
Employee Stock Options (Right to Buy)	\$ 15	06/10/2014		М		5,372	04/15/2012	04/15/2017	Class A Common Stock	5,372
Employee Stock Options (Right to Buy)	\$ 15	06/10/2014		М		4,628	04/15/2012	04/15/2017	Class A Common Stock	4,628
Employee Stock Options (Right to Buy)	\$ 15	06/10/2014		М		5,373	04/15/2013	04/15/2018	Class A Common Stock	5,373
Employee Stock Options (Right to Buy)	\$ 15	06/10/2014		М		4,627	04/15/2013	04/15/2018	Class A Common Stock	4,627

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

DAngelo Gordon 1716 CORPORATE LANDING PARKWAY X VIRGINIA BEACH, VA 23454

Signatures

Gordon 06/12/2014

D'Angelo

00/12/20

<u>**</u>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) Reflects 5,372 shares withheld by the issuer at the market price of \$27.92 per share less an exercise price of \$15.00 per share to fund the cashless exercise of 10,000 options owned by Gordon D'Angelo, which cashless exercise was approved by the Board of Directors.
- (2) Reflects 5,373 shares withheld by the issuer at the market price of \$27.92 per share less an exercise price of \$15.00 per share to fund the cashless exercise of 10,000 options owned by Gordon D'Angelo, which cashless exercise was approved by the Board of Directors.

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.