

BASSWOOD PARTNERS, L.L.C.
 Form 3
 December 15, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â BASSWOOD PARTNERS, L.L.C.</p> <p>(Last) (First) (Middle)</p> <p>C/O BASSWOOD CAPITAL MANAGEMENT, LLC, Â 645 MADISON AVENUE, 10TH FLOOR</p> <p>(Street)</p> <p>NEW YORK, Â NY Â 10022</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/07/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Regional Management Corp. [RM]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Common Stock, par value \$0.10 per share ("Common Stock") | 129,152 | I <u>(1)</u> | See footnote <u>(2)</u> |
| Common Stock | 256,635 | I <u>(1)</u> | See footnote <u>(3)</u> |
| Common Stock | 27,470 | I <u>(1)</u> | See footnote <u>(4)</u> |
| Common Stock | 690,180 | I <u>(1)</u> | See footnote <u>(5)</u> |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable Expiration Date | Title Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BASSWOOD PARTNERS, L.L.C. C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |
| BASSWOOD ENHANCED LONG SHORT GP, LLC C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|---|------------|
| Basswood Partners, L.L.C.; By: /s/ Matthew Lindenbaum, Managing Member | 12/15/2017 |
| **Signature of Reporting Person | Date |
| Basswood Enhanced Long Short GP, LLC; By: /s/ Matthew Lindenbaum, Managing Member | 12/15/2017 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) See Exhibit 99.1
- (2) See Exhibit 99.1
- (3) See Exhibit 99.1
- (4) See Exhibit 99.1
- (5) See Exhibit 99.1

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Remarks:
 Exhibit List:
 Exhibit 99.1 - Explanation of Responses
 Exhibit 99.2 - Joint Filer Information
 Exhibit 99.3 - Joint Filers' Signatures

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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