

NICHOLAS FINANCIAL INC  
Form 8-K  
August 24, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported) August 23, 2018**

**NICHOLAS FINANCIAL, INC.**  
**(Exact name of registrant as specified in its Charter)**

**British Columbia, Canada**  
**(State or Other Jurisdiction of**

**0-26680**  
**(Commission**

**8736-3354**  
**(I.R.S. Employer**

**Incorporation or Organization)**

**File Number)**

**Identification No.)**

**2454 McMullen Booth Road, Building C**

**33759**

**Clearwater, Florida**  
**(Address of Principal Executive Offices)**  
**(727) 726-0763**

**(Zip Code)**

**(Registrant's telephone number, Including area code)**

**Not applicable**

**(Former name, former address and former fiscal year, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07 Submission of Matters to a Vote of Security Holders**

Nicholas Financial, Inc. held its Annual General Meeting of Shareholders on August 23, 2018. The following tables detail the voting results:

***Election of Directors***

	<b>Shares</b>	<b>Shares Withholding</b>	
	<b>Voted For</b>	<b>Authority</b>	<b>Broker Non-Votes</b>
Robin J. Hastings	4,807,660	116,978	1,117,652
Jeffrey Royal	4,828,312	96,326	1,117,652
Douglas Marohn	4,853,670	70,968	1,117,652

The directors whose terms of office as directors continued after the meeting were Adam Peterson and Jeremy Zhu.

***Ratification of Appointment of RSM US, LLP as Independent Auditors***

<b>Shares</b>	<b>Shares</b>		
<b>Voted For</b>	<b>Abstaining</b>	<b>Shares Voted Against</b>	<b>Broker Non-Votes</b>
5,874,356	76,928	91,006	

***Advisory Vote on Executive Compensation ( Say on Pay )***

<b>Shares</b>	<b>Shares</b>		
<b>Voted For</b>	<b>Abstaining</b>	<b>Shares Voted Against</b>	<b>Broker Non-Votes</b>
3,858,146	495,576	570,916	1,117,652

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, hereunto duly authorized.

**NICHOLAS FINANCIAL, INC.**

(Registrant)

Date: August 24, 2018

/s/ Kelly M. Malson  
Kelly M. Malson

Chief Financial Officer