

NIC INC

Form 4

September 08, 2011

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARTLEY ROSS C

(Last) (First) (Middle)

**C/O NIC INC., 25501 WEST
VALLEY PARKWAY, SUITE 300**

(Street)

OLATHE, KS 66061

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NIC INC [EGOV]

3. Date of Earliest Transaction
(Month/Day/Year)
09/07/2011

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)

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) Price | | | |
| Common Stock | | | | | | | 47,577 | D | |
| Common Stock | | | | | | | 175,992 | I | See <u>(1)</u> |
| Common Stock | 09/07/2011 | | S <u>(2)</u> | | 1,600 | D \$ 11.5 | 2,591,246 | I | See <u>(3)</u> |
| Common Stock | 09/07/2011 | | S <u>(2)</u> | | 2,168 | D \$ 11.51 | 2,589,078 | I | See <u>(3)</u> |
| Common Stock | 09/07/2011 | | S <u>(2)</u> | | 2,250 | D \$ 11.52 | 2,586,828 | I | See <u>(3)</u> |

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| | | | | | | | | |
|--------------|------------|--------------|-------|---|----------|-----------|---|---------|
| Common Stock | 09/07/2011 | <u>S</u> (2) | 850 | D | \$ 11.53 | 2,585,978 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 500 | D | \$ 11.54 | 2,585,478 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 100 | D | \$ 11.55 | 2,585,378 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 300 | D | \$ 11.58 | 2,585,078 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 2,700 | D | \$ 11.59 | 2,582,378 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 1,156 | D | \$ 11.6 | 2,581,222 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 200 | D | \$ 11.61 | 2,581,022 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 1,600 | D | \$ 11.62 | 2,579,422 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 4,500 | D | \$ 11.63 | 2,574,922 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 2,950 | D | \$ 11.64 | 2,571,972 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 1,800 | D | \$ 11.65 | 2,570,172 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 300 | D | \$ 11.66 | 2,569,872 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 1,356 | D | \$ 11.67 | 2,568,516 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 2,600 | D | \$ 11.68 | 2,565,916 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 500 | D | \$ 11.69 | 2,565,416 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 1,000 | D | \$ 11.7 | 2,564,416 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 600 | D | \$ 11.71 | 2,563,816 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 200 | D | \$ 11.72 | 2,563,616 | I | See (3) |
| Common Stock | 09/07/2011 | <u>S</u> (2) | 271 | D | \$ 11.73 | 2,563,345 | I | See (3) |

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

SEC 1474
(9-02)

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. 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10) |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HARTLEY ROSS C
C/O NIC INC.
25501 WEST VALLEY PARKWAY, SUITE 300
OLATHE, KS 66061

X

Signatures

Aimi Daughtery, Attorney in Fact for Ross C.
Hartley

09/08/2011

____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) Shares held by a trust for the benefit of the Reporting Person's child, in which the Reporting Person is the trustee.

All of the transactions reported on this form are program transactions pursuant to a Rule 10b5-1 plan under the Securities Exchange Act of 1934, as amended, entered into on August 8, 2011, by Ross C. Hartley Family Investments, LLC, a Wyoming limited liability company, partly owned by Ross C. Hartley, 63, co-founder and a director of NIC Inc. The sales under the plan are intended to diversify the holdings of the limited liability company in furtherance of the family's estate planning goals for Mr. and Mrs. Hartley. Ross C. Hartley Family Investments, LLC will be able to sell up to 589,773 shares of common stock under the plan beginning August 22, 2011, and ending no later than January 31, 2012.

(3) Shares held by Ross C. Hartley Family Investments LLC, in which the Reporting Person's spouse holds a majority of the voting interest.

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.