

FMSA HOLDINGS INC  
Form 4  
October 10, 2014

**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 \*  
Deckard Jenniffer D.

(Last) (First) (Middle)  
8834 MAYFIELD ROAD  
(Street)

CHESTERLAND, OH 44026

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FMSA HOLDINGS INC [FMSA]

3. Date of Earliest Transaction (Month/Day/Year)  
10/08/2014

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)  
President and CEO

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	10/08/2014		M		153,000	A	\$ 3.57 5,066,850
Common stock	10/08/2014		M		74,188	A	\$ 1.43 5,141,038
Common stock	10/08/2014		F		34,068	D	\$ 15.16 5,106,970
Common stock <sup>(1)</sup>	06/03/2014	10/08/2014	P		3,400	A	\$ 15.16 5,110,370
Common stock	10/08/2014		S		193,120	D	\$ 15.16 4,917,250

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Common stock	10/08/2014		S	285,430	D	\$ 15.16	4,631,820	I	See Footnote (2)
Common stock	10/08/2014		S	148,138	D	\$ 15.16	4,483,682	I	See Footnote (3)
Common stock	10/08/2014		S	148,138	D	\$ 15.16	4,335,544	I	See Footnote (4)
Common stock	10/08/2014		P	62,500	A	\$ 15.16	4,398,044	D	
Restricted Stock Unit (5)	10/09/2014		A	4,386	A	\$ 0	4,402,430	D	

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

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SEC 1474 (9-02)

**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)	Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares
Employee Stock Option (right to buy)	\$ 3.57	10/02/2014		M	153,000	(6)	12/07/2020	Common Stock	153,000
Employee stock option (right to buy)	\$ 1.43	10/02/2014		M	74,188	08/05/2010	10/02/2019	Common Stock	74,188

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Deckard Jenniffer D. 8834 MAYFIELD ROAD CHESTERLAND, OH 44026	X		President and CEO	

## Signatures

/s/ Jenniffer D. Deckard by David J. Crandall 10/10/2014

\_\_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 3,400 shares were purchased with an agreed upon price of the initial public offering price less the underwriters' commission. As such, there were no profits realized in connection with the matchable sale on October 8, 2014 as those shares were sold for the same price.
- (2) As trustee of the Jenniffer D. Deckard Family Trust U/A/D February 28, 2010
- (3) As trustee of the Abby Jo Deckard Trust
- (4) As trustee of the John Deckard Trust
- (5) The restricted stock units become exercisable on October 2, 2019 but will be subject to accelerated vesting upon the achievement of certain pre-established cumulative EBITDA targets.
- (6) The stock options became exercisable as to: (i) 51,000 of the shares on 12/31/11, (ii) 51,000 of the shares on 12/13/12 and (iii) 51,000 of the shares on 12/31/13. The remaining 102,000 shares will become fully exercisable on 12/07/17, but will be subject to accelerated vesting upon the achievement of certain pre-established EBITDA targets.

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.