Springleaf Holdings, Inc. Form 4 July 01, 2014

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

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if no longer

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 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Fortress Investment Group LLC

(First) (Middle)

1345 AVENUE OF THE AMERICAS.

(Street)

2. Issuer Name and Ticker or Trading Symbol

Springleaf Holdings, Inc. [LEAF]

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year) 06/30/2014

Filed(Month/Day/Year)

3.

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director Officer (give title below)

10% Owner Other (specify

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person X\_ Form filed by More than One Reporting

NEW YORK, NY 10105

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Ι

Indirect Beneficial Ownership (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4) (D) Code V Amount Price

4. Securities

Common Stock, par 06/30/2014 value \$0.01

per share

J

73,437,500 (2)

By Springleaf Financial

> Holdings, LLC (1) (2)

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

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SEC 1474 (9-02)

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#### 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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
toporting of their runter, radiation	Director	10% Owner	Officer	Other		
Fortress Investment Group LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				
FIG LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				
Fortress Operating Entity I LP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				
FIG Corp. 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				
FCFI Acquisition LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				
Springleaf Financial Holdings, LLC C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	X	X				

# **Signatures**

/s/ Cameron MacDougall, as Authorized Signatory of Fortress Investment Group 07/01/2014 LLC

> \*\*Signature of Reporting Person Date

Reporting Owners 2

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/s/ Cameron MacDougall, as Authorized Signatory of FIG LLC				
**Signature of Reporting Person	Date			
/s/ Cameron MacDougall, as Authorized Signatory of Fortress Operating Entity I LLP	07/01/2014			
**Signature of Reporting Person	Date			
/s/ Cameron MacDougall, as Authorized Signatory of FIG Corp				
**Signature of Reporting Person	Date			
/s/ Cameron MacDougall, as Authorized Signatory of FCFI Acquisition LLC	07/01/2014			
**Signature of Reporting Person	Date			
/s/ Cameron MacDougall, as Authorized Signatory of Springleaf Financial Holdings, LLC	07/01/2014			
***				

### \*\*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).
  - On June 30, 2014 new Series B common members were admitted to Springleaf Financial Holdings, LLC ("Holdings"), an entity whose assets consist primarily of shares of Springleaf Holdings, Inc. common stock and that is controlled by FCFI Acquisition LLC ("FCFI"). FCFI was previously the sole Series B common member of Holdings. No shares of Springleaf Holdings, Inc. common stock were sold in connection with the issuance of the new Series B common members. Fortress Investment Fund V (Fund A) L.P., Fortress Investment Fund V (Fund B) L.P., Fortress Investment Fund V (Fund B)
- Fund V (Fund B) L.P., Fortress Investment Fund V (Fund C) L.P., Fortress Investment Fund V (Fund D), L.P., Fortress Investment Fund V (Fund E) L.P., Fortress Investment Fund V (Fund E) L.P., Fortress Investment Fund V (Fund G) L.P. (collectively, the "Fund V Funds") collectively own 100% of FCFI. FIG LLC is the investment manager of each of the Fund V Funds. Fortress Operating Entity I LP ("FOE I") is the 100% owner of FIG LLC. (continued in footnote 2)
- (continued from footnote 1) FIG Corp. is the general partner of FOE I. FIG Corp. is a wholly owned subsidiary of Fortress Investment
  Group LLC. Each reporting person disclaims beneficial ownership of all reported shares except to the extent of its pecuniary interest therein and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for the purposes of Section 16 or otherwise.

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.

Signatures 3