

NIC INC
Form 4
October 13, 2011

FORM 4

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

OMB APPROVAL

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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 *
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)
10/12/2011

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | | | | | 47,577 | D | |
| Common Stock | | | | | 175,992 | I | See ⁽¹⁾ |
| Common Stock | 10/12/2011 | | S ⁽²⁾ | 100 D \$ 11.87 | 2,224,170 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | | S ⁽²⁾ | 992 D \$ 11.9 | 2,223,178 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | | S ⁽²⁾ | 500 D \$ 11.91 | 2,222,678 | I | See ⁽³⁾ |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|----------|-----------|---|--------------------|
| Common Stock | 10/12/2011 | S ⁽²⁾ | 608 | D | \$ 11.92 | 2,222,070 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 2,400 | D | \$ 11.93 | 2,219,670 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 2,190 | D | \$ 11.94 | 2,217,480 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 4,930 | D | \$ 11.95 | 2,212,550 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 7,244 | D | \$ 11.96 | 2,205,306 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 6,066 | D | \$ 11.97 | 2,199,240 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 6,377 | D | \$ 11.98 | 2,192,863 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 3,054 | D | \$ 11.99 | 2,189,809 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 6,309 | D | \$ 12 | 2,183,500 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 2,300 | D | \$ 12.01 | 2,181,200 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 600 | D | \$ 12.02 | 2,180,600 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 300 | D | \$ 12.03 | 2,180,300 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 700 | D | \$ 12.04 | 2,179,600 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 1,800 | D | \$ 12.05 | 2,177,800 | I | See ⁽³⁾ |
| Common Stock | 10/12/2011 | S ⁽²⁾ | 300 | D | \$ 12.06 | 2,177,500 | 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 required to respond unless the form displays a currently valid OMB control number.

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(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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|

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| Derivative Security | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | Date | | Expiration Date | Title | Amount or Number of Shares |
|---------------------|---|------|------|---------|-----------------|-------|----------------------------|
| | | | V | (A) (D) | | | |

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 | 10/13/2011 |
| __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
 - (2) of 1934, as amended, entered into on August 8, 2011, by Ross C. Hartley Family Investments, LLC, a Wyoming limited liability company. Transactions reported on this form comprise the final shares sold under the Rule 10b5-1 plan, as the plan has concluded.
 - (3) Shares held by Ross C. Hartley 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.