

Regional Management Corp.  
Form SC 13G/A  
February 13, 2015

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)\***

**Regional Management Corp.**

(Name of Issuer)

**Common stock, \$0.10 par value**

(Title of Class of Securities)

**75902K106**

(CUSIP Number)

**December 31, 2014**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 75902K106

13G

1. Name of Reporting Persons:  
Palladium Equity Partners III, L.P.
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
Delaware
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 75902K106

13G

1. Name of Reporting Persons:  
Palladium Equity Partners III, L.L.C.
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
Delaware
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
OO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 75902K106

13G

1. Name of Reporting Persons:  
Marcos A. Rodriguez
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
United States
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 75902K106

13G

1. Name of Reporting Persons:  
Parallel 2005 Equity Fund, LP
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
Delaware
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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13G

1. Name of Reporting Persons:  
Parallel 2005 Equity Partners, LP
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
Delaware
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
PN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. 75902K106

13G

1. Name of Reporting Persons:  
Parallel 2005 Equity Partners, LLC
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
Delaware
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
OO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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13G

1. Name of Reporting Persons:  
F. Barron Fletcher, III
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)
3. SEC Use Only
4. Citizenship or Place of Organization:  
United States
5. Sole Voting Power:  
0
6. Shared Voting Power:  
0
7. Sole Dispositive Power:  
0
8. Shared Dispositive Power:  
0
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
0
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9):  
0%
12. Type of Reporting Person (See Instructions):  
IN

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With



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13G

1. Name of Reporting Persons:  
Richard A. Godley, Sr.
2. Check the Appropriate Box if a Member of a Group  
(a)  x  
(b)  o
3. SEC Use Only
4. Citizenship or Place of Organization:  
United States

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power: 0
	6.	