

BASSWOOD OPPORTUNITY FUND INC

Form 3

December 15, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*  
 BASSWOOD CAPITAL  
 MANAGEMENT, L.L.C.

(Last) (First) (Middle)

645 MADISON AVENUE,  
 10TH FLOOR, A

(Street)

NEW YORK, A NY A 10022

(City) (State) (Zip)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 12/07/2017

3. Issuer Name and Ticker or Trading Symbol  
 Regional Management Corp. [RM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer \_\_\_ Other  
 (give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.10 per share ("Common Stock")	256,635	I	See footnotes (1) (2)
Common Stock	23,975	I	See footnotes (1) (3)
Common Stock	690,180	I	See footnotes (1) (4)
Common Stock	129,152	I	See footnotes (1) (5)
Common Stock	76,193	I	See footnotes (1) (6)
Common Stock	27,470	I	See footnotes (1) (7)
Common Stock	326,274	I	See footnotes (1) (8)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BASSWOOD CAPITAL MANAGEMENT, L.L.C. 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
LINDENBAUM MATTHEW A C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
LINDENBAUM BENNETT D C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
BASSWOOD FINANCIAL FUND, L.P. C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
BASSWOOD FINANCIAL LONG ONLY FUND, L.P. C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
BASSWOOD ENHANCED LONG SHORT FUND LP C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
BASSWOOD OPPORTUNITY PARTNERS, L.P. C/O BASSWOOD CAPITAL MANAGEMENT, LLC 645 MADISON AVENUE, 10TH FLOOR NEW YORK, NY 10022	^	^ X	^	^

BASSWOOD OPPORTUNITY FUND INC  
C/O BASSWOOD CAPITAL MANAGEMENT, LLC  
645 MADISON AVENUE, 10TH FLOOR  
NEW YORK, NY 10022

^ ^ X ^ ^

BASSWOOD FINANCIAL FUND, INC.  
C/O BASSWOOD CAPITAL MANAGEMENT, LLC  
645 MADISON AVENUE, 10TH FLOOR  
NEW YORK, NY 10022

^ ^ X ^ ^

## Signatures

BASSWOOD CAPITAL MANAGEMENT, L.L.C., By: /s/ Matthew  
Lindenbaum

12/15/2017

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) See Exhibit 99.1
- (2) See Exhibit 99.1
- (3) See Exhibit 99.1
- (4) See Exhibit 99.1
- (5) See Exhibit 99.1
- (6) See Exhibit 99.1
- (7) See Exhibit 99.1
- (8) See Exhibit 99.1

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### Remarks:

Exhibit List:

Exhibit 99.1 - Explanation of Responses

Exhibit 99.2 - Joint Filer Information

Exhibit 99.3 - Joint Filers' Signatures

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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