

Rodriguez Marcos A  
 Form 3  
 March 27, 2012

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

OMB APPROVAL

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**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 *                    |         |          | 2. Date of Event Requiring Statement         | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â Palladium Equity Partners III, L.L.C.                      |         |          | (Month/Day/Year)                             | Regional Management Corp. [RM]                   |  |
| (Last)   | (First) | (Middle) | 03/27/2012                                   | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| ROCKEFELLER CENTER,Â 1270 AVENUE OF THE AMERICAS, SUITE 2200 |         |          | (Check all applicable)                       |  |  |
| (Street)   |         |          | <input checked="" type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner    | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
| NEW YORK,Â NYÂ 10020   |         |          | <input type="checkbox"/> Officer             | <input type="checkbox"/> Other                   | <input type="checkbox"/> Form filed by One Reporting Person                      |
| (City)   | (State) | (Zip)    | (give title below) (specify below)           |  | <input checked="" type="checkbox"/> 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 | 4,495,461   | I  | See footnote <sup>(1)</sup>                           |

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

SEC 1473 (7-02)

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**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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|-------|----------------------------|------------------------------|---|
|                  |                 |       |                            |                              |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Palladium Equity Partners III, L.L.C.<br>ROCKEFELLER CENTER<br>1270 AVENUE OF THE AMERICAS, SUITE 2200<br>NEW YORK, NY 10020 | X             | X         |         |       |
| Palladium Equity Partners III L P<br>ROCKEFELLER CENTER<br>1270 AVENUE OF THE AMERICAS, SUITE 2200<br>NEW YORK, NY 10020     | X             | X         |         |       |
| Rodriguez Marcos A<br>ROCKEFELLER CENTER<br>1270 AVENUE OF THE AMERICAS, SUITE 2200<br>NEW YORK, NY 10020                    | X             | X         |         |       |

## Signatures

|  |  |            |
|--|--|------------|
| Palladium Equity Partners III, L.P. /s/ Kevin L. Reymond Name: Kevin L. Reymond Title: Chief Financial Officer |  | 03/27/2012 |
| **Signature of Reporting Person  |  | Date       |
| Palladium Equity Partners III, L.L.C. /s/ Erik A. Scott Name: Erik A. Scott Title: Member                      |  | 03/27/2012 |
| **Signature of Reporting Person  |  | Date       |
| /s/ Marcos A. Rodriguez  |  | 03/27/2012 |
| **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) These shares of common stock of Regional Management Corp. (the "Issuer") are held by Palladium Equity Partners III, L.P. The general partner of Palladium Equity Partners III, L.P.

^

### Remarks:

Each of Palladium Equity Partners III, L.P., Palladium Equity Partners III, L.L.C. and Mr. Rodriguez

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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