

Barry Robert  
 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 <b>and</b> Ticker or Trading Symbol                     |  |
| Â Barry Robert                                       |   | (Month/Day/Year)                     | Regional Management Corp. [RM]   |  |
| (Last)   | (First)                                     | (Middle)                             | 03/27/2012   |  |
| C/O REGIONAL MANAGEMENT CORP.,Â 509 WEST BUTLER ROAD |   |                                      | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)   | (Check all applicable)                      |                                      |  |  |
|  | <input type="checkbox"/> Director           | <input type="checkbox"/> 10% Owner   |  |  |
|  | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|  | (give title below) (specify below)          |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|  | EVP and CFO                                 |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |
| GREENVILLE,Â SCÂ 29607                               |   |                                      |  |  |
| (City)   | (State)                                     | (Zip)                                |  |  |

**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) |
|---------------------------------|---|--|---|

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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of                                  |   |

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|                             |       |            |  | Shares |           | or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|--|--------|-----------|----------------------------------|---|
| Stock Option (right to buy) | Â (1) | 03/21/2017 | Common Stock, par value \$0.10 per share | 73,711 | \$ 5.4623 | D                                | Â |
| Stock Option (right to buy) | Â (2) | 03/21/2017 | Common Stock, par value \$0.10 per share | 24,504 | \$ 5.4623 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |               |       |
|---|---------------|-----------|---------------|-------|
|   | Director      | 10% Owner | Officer       | Other |
| Barry Robert<br>C/O REGIONAL MANAGEMENT CORP.<br>509 WEST BUTLER ROAD<br>GREENVILLE, SC 29607 | Â             | Â         | Â EVP and CFO | Â     |

## Signatures

/s/ Robert D. Barry, by Michelle Masters, attorney-in-fact, pursuant to a Power of Attorney filed herewith

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) All of these options are currently exercisable, 20% vested on October 11, 2007, 20% vested on March 21, 2008, 20% vested on March 21, 2009, 20% vested on March 21, 2010, and 20% vested on March 21, 2011.

(2) Of these options, 19,603 are currently exercisable; 20% vested on April 23, 2008, 20% vested on April 23, 2009, 20% vested on April 23, 2010, 20% vested on April 23, 2011 and 20% are scheduled to vest on April 23, 2012.

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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