

Hicks George G
Form 3
July 03, 2018

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 *

Â Hicks George G

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/25/2018

3. Issuer Name **and** Ticker or Trading Symbol
OneMain Holdings, Inc. [OMF]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
____ Officer ____X____ Other
(give title below) (specify below)
See Remarks

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

901 MARQUETTE AVE. S.,
SUITE 3300

(Street)

MINNEAPOLIS,Â MNÂ 055402

(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)

Common Stock, par value \$0.01

11,355,568

I

See footnote (1)

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)
Title

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Edgar Filing: Hicks George G - Form 3

Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
---------------------	--------------------	----------------------------------	----------------------------------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hicks George G 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Uniform InvestCo LP 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Uniform InvestCo GP LLC 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Fund VI-A, L.P. 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
VARDE INVESTMENT PARTNERS LP 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Investment Partners (Offshore) Master, L.P. 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Investment Partners G.P., LLC 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Skyway Master Fund, L.P. 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Skyway fund G.P., LLC 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks
Varde Fund XII (Master), L.P. 901 MARQUETTE AVE. S., SUITE 3300 MINNEAPOLIS, MN 55402	Â	Â	Â	See Remarks

Signatures

UNIFORM INVESTCO LP, By: Uniform InvestCo GP LLC, By: Varde Partners, Inc., By: /s/
David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

UNIFORM INVESTCO GP LLC, By: Varde Partners, Inc., By: /s/ David A. Marple, Name:

07/03/2018

Edgar Filing: Hicks George G - Form 3

David A. Marple, Title: General Counsel

__Signature of Reporting Person

Date

THE VARDE FUND VI-A, L.P., By: Varde Investment Partners G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

VARDE INVESTMENT PARTNERS, L.P., By: Varde Investment Partners G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

VARDE INVESTMENT PARTNERS (OFFSHORE) MASTER, L.P., By: Varde Investment Partners G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

VARDE INVESTMENT PARTNERS G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

THE VARDE SKYWAY MASTER FUND, L.P., By: The Varde Skyway Fund G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

THE VARDE SKYWAY FUND G.P., LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__Signature of Reporting Person

Date

THE VARDE FUND XII (MASTER), L.P., By: The Varde Fund XII G.P., L.P., By: The Varde Fund XII UGP, LLC, By: Varde Partners, L.P., By: Varde Partners, Inc., By: /s/ David A. Marple, Name: David A. Marple, Title: General Counsel

07/03/2018

__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) The shares of common stock, par value \$0.01, of OneMain Holdings, Inc. (the "Issuer") reported as beneficially owned are held of record by OMH Holdings, L.P. ("Holdings"). Each Reporting Person disclaims beneficial ownership of any shares of the Issuer's common stock owned of record by Holdings, in each case, except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such entity is the beneficial owner of or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Â

Remarks:

FormÂ 1Â ofÂ 2.

EachÂ ReportingÂ PersonÂ mayÂ beÂ deemedÂ anÂ indirectÂ beneficialÂ holderÂ ofÂ sharesÂ ofÂ commonÂ stockÂ of

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.