

Overbaugh Jason G.
Form 4
February 25, 2019

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Overbaugh Jason G.

2. Issuer Name and Ticker or Trading Symbol
SECURITY NATIONAL FINANCIAL CORP [SNFCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
13471 SOUTH TUSCALEE WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
VP & Nat Mrk Dir of Life Ins

DRAPER, UT 84020

(City) (State) (Zip)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	02/01/2019		J ⁽¹⁾	V	3,894	A	\$ 5.61
					81,774	⁽²⁾	D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 3.56 ⁽³⁾	12/06/2013		A		13,401 ⁽³⁾		03/06/2014	12/06/2023	Class A Common Stock	13,401 ⁽³⁾
Employee Stock Option (right to buy)	\$ 3.34 ⁽⁴⁾	07/02/2014		A		12,763 ⁽⁴⁾		10/02/2014	07/02/2024	Class A Common Stock	12,763 ⁽⁴⁾
Employee Stock Option (right to buy)	\$ 3.89 ⁽⁵⁾	12/05/2014		A		25,527 ⁽⁵⁾		03/05/2015	12/05/2024	Class A Common Stock	25,527 ⁽⁵⁾
Employee Stock Option (right to buy)	\$ 5.47 ⁽⁶⁾	12/04/2015		A		24,311 ⁽⁶⁾		03/04/2016	12/04/2025	Class A Common Stock	24,311 ⁽⁶⁾
Employee Stock Option (right to buy)	\$ 6.03 ⁽⁷⁾	12/02/2016		A		23,153 ⁽⁷⁾		03/02/2017	12/02/2026	Class A Common Stock	23,153 ⁽⁷⁾
Employee Stock Option (right to buy)	\$ 4.56 ⁽⁸⁾	12/01/2017		A		22,050 ⁽⁸⁾		03/01/2018	12/01/2027	Class C Common Stock	22,050 ⁽⁸⁾
Employee Stock Option (right to buy)	\$ 5.24 ⁽⁹⁾	11/30/2018		A		26,250 ⁽⁹⁾		02/28/2019 ⁽⁹⁾	11/30/2028	Class C Common Stock	26,250 ⁽⁹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Overbaugh Jason G. 13471 SOUTH TUSCALEE WAY DRAPER, UT 84020	X		VP & Nat Mrk Dir of Life Ins	

Signatures

/s/ Jason G.
Overbaugh 02/08/2019

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) Received pursuant to a stock dividend paid on February 1, 2019.
- (2) Does not include 91,709 shares of Class A Common Stock owned indirectly by the reporting person in the 401(k) Retirement Savings Plan and the Deferred Compensation Plan.
- This option was granted on December 6, 2013 as an option to purchase 10,000 shares of Class A Common Stock at an exercise price of \$4.85 per share, but adjusted pursuant to the anti-dilution provisions of the 2003 Stock Option Plan to reflect 5% stock dividends paid on February 7, 2014, February 6, 2015, February 5, 2016, February 3, 2017, February 2, 2018, and February 1, 2019.
- (3) This option was granted on July 2, 2014 as an option to purchase 10,000 shares of Class A Common Stock at an exercise price of \$4.29 per share, but adjusted pursuant to the anti-dilution provisions of the 2013 Stock Option Plan to reflect 5% stock dividends paid on February 6, 2015, February 5, 2016, February 3, 2017, February 2, 2018, and February 1, 2019.
- (4) This option was granted on December 5, 2014 as an option to purchase 20,000 shares of Class A Common Stock at an exercise price of \$5.02 per share, but adjusted pursuant to the anti-dilution provisions of the 2013 Stock Option Plan to reflect 5% stock dividends paid on February 6, 2015, February 5, 2016, February 3, 2017, February 2, 2018, and February 1, 2019.
- (5) This option was granted on December 4, 2015 as an option to purchase 20,000 shares of Class A Common Stock at an exercise price of \$6.72 per share, but adjusted pursuant to the anti-dilution provisions of the 2013 Stock Option Plan to reflect 5% stock dividends paid on February 5, 2016, February 3, 2017, February 2, 2018, and February 1, 2019.
- (6) This option was granted on December 2, 2016 as an option to purchase 20,000 shares of Class A Common Stock at an exercise price of \$7.03 per share, but adjusted pursuant to the anti-dilution provisions of the 2013 Stock Option Plan to reflect 5% stock dividends paid on February 3, 2017, February 2, 2018, and February 1, 2019.
- (7) This option was granted on December 1, 2017 as an option to purchase either 20,000 shares of Class A Common Stock at an exercise price of \$5.05 per share or 20,000 shares of Class C Common Stock at an exercise price of \$5.05 per share, or any combination thereof.
- (8) This option reflects the reporting person's election to have an option for 20,000 shares of Class C Common Stock at an exercise price of \$5.05 per share, but adjusted pursuant to the anti-dilution provisions of the 2013 Stock Option Plan to reflect 5% stock dividends paid on February 2, 2018 and February 1, 2019.
- This option was granted on November 30, 2018 as an option to purchase either 25,000 shares of Class A Common Stock at an exercise price of \$5.52 per share or 25,000 shares of Class C Common Stock at an exercise price of \$5.52 per share, or any combination thereof.
- (9) This option reflects the reporting person's election to have an option for 25,000 shares of Class C Common Stock at an exercise price of \$5.52 per share, but adjusted pursuant to the anti-dilution rights of the 2013 Stock Option Plan to reflect a 5% stock dividend paid on February 1, 2019. This option vests in four equal quarterly installments of Class C Common Stock, beginning on February 28, 2019, until such shares are fully vested.

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.