SMITH THOMAS W
Form 4
December 13, 2012

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Prescott General Partners LLC

(Last) (First) (Middle)

2200 BUTTS ROAD, SUITE 320

(Street)

BOCA RATON, FL 33431

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WORLD ACCEPTANCE CORP [WRLD]

3. Date of Earliest Transaction (Month/Day/Year)
12/11/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
Member of Section 13(d) Group

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/11/2012		S		24,199	D	$ 74.1798	716,591	I	By Idoya Partners L.P. (1)
Common Stock	12/11/2012		S		16,133	D	$ 74.1798	1,321,872	I	By Prescott Associates L.P. (2)
Common Stock	12/11/2012		S		645	D	$ 74.1798	49,286	I	By Prescott International Partners L.P. (3)
	12/11/2012		S		2,823	D		89,327	I	

Common Stock					$ 74.1798			By Prescott Investors Profit Sharing Trust (4)
Common Stock	12/12/2012	S	42,818	D	$ 73.302	673,773	I	By Idoya Partners L.P. (1)
Common Stock	12/12/2012	S	28,545	D	$ 73.302	1,293,327	I	By Prescott Associates L.P. (2)
Common Stock	12/12/2012	S	1,142	D	$ 73.302	48,144	I	By Prescott International Partners L.P. (3)
Common Stock	12/12/2012	S	4,995	D	$ 73.302	84,332	I	By Prescott Investors Profit Sharing Trust (4)
Common Stock	12/13/2012	S	23,646	D	$ 73.0918	650,127	I	By Idoya Partners L.P. (1)
Common Stock	12/13/2012	S	15,764	D	$ 73.0918	1,277,563	I	By Prescott Associates L.P. (2)
Common Stock	12/13/2012	S	631	D	$ 73.0918	47,513	I	By Prescott International Partners L.P. (3)
Common Stock	12/13/2012	S	2,759	D	$ 73.0918	81,573	I	By Prescott Investors Profit Sharing Trust (4)
Common Stock						500,000	D (5)	
Common Stock						50,600	I	By Thomas W. Smith Family Accounts (6)
Common Stock						10,000	I	By Thomas W. Smith Foundation (7)

Common Stock	30,000	D (8)	
Common Stock	37,788	I	By Scott J. Vassalluzzo Family Accounts (9)

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

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SEC 1474 (9-02)

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

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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Prescott General Partners LLC 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431		X		Member of Section 13(d) Group
SMITH THOMAS W 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431		X		Member of Section 13(d) Group
VASSALLUZZO SCOTT J 2200 BUTTS ROAD, SUITE 320 BOCA RATON, FL 33431		X		Member of Section 13(d) Group

Signatures

/s/ Thomas W. Smith	12/13/2012
**Signature of Reporting Person	Date
/s/ Scott J. Vassalluzzo	12/13/2012
**Signature of Reporting Person	Date
/s/ Scott J. Vassalluzzo, Managing Member, Prescott General Partners LLC	12/13/2012
**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) These shares are owned directly by Idoya Partners L.P. ("Idoya"), a private investment limited partnership, and are beneficially owned indirectly by Prescott General Partners LLC ("PGP"), a Delaware limited liability company, as general partner of Idoya. Messrs. Thomas W. Smith and Scott J. Vassalluzzo are each a managing member of PGP. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for Idoya is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

(2) These shares are owned directly by Prescott Associates L.P. ("Prescott Associates"), a private investment limited partnership, and are beneficially owned indirectly by PGP as general partner of Prescott Associates. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for Prescott Associates is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

(3) These shares are owned directly by Prescott International Partners L.P. ("PIP"), a private investment limited partnership, and are beneficially owned indirectly by PGP as general partner of PIP. PGP disclaims beneficial ownership of these shares in excess of its pecuniary interest under Rule 16a-1(a)(2)(ii)(B). The address for PIP is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

(4) These shares are owned directly by the Prescott Investors Profit Sharing Trust (the "Trust") and are beneficially owned indirectly by Messrs. Smith and Vassalluzzo as trustees of the Trust. Messrs. Smith and Vassalluzzo each disclaims beneficial ownership of these shares in excess of his pecuniary interest under Rule 16a-8(b)(2)(ii). The address of the Trust is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

(5) These shares are owned directly by Thomas W. Smith.

(6) These shares are owned directly by the Thomas W. Smith Foundation (the "Foundation") and are beneficially owned indirectly by Mr. Smith as trustee of the Foundation. Mr. Smith disclaims beneficial ownership of these shares in excess of his pecuniary interest under 16a-8(b)(2)(ii). The address for the Foundation is 2200 Butts Road, Suite 320, Boca Raton, FL 33431.

(7) These shares are owned directly by investment accounts established for the benefit of certain family members of Thomas W. Smith. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Smith disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(8) These shares are owned directly by Scott J. Vassalluzzo.

(9) These shares are owned directly by investment accounts established for the benefit of certain family members of Scott J. Vassalluzzo. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or any other purpose and Mr. Vassalluzzo disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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