

NIC INC
Form 4
May 04, 2006

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 *
FRASER JEFFERY S

(Last) (First) (Middle)
C/O NIC INC., 10540 SOUTH RIDGEVIEW ROAD
(Street)

OLATHE, KS 66061

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NIC INC [EGOV]

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

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
Common Stock	05/03/2006		M		13,243	A	\$ 2.57
Common Stock	05/03/2006		S		6,507	D	\$ 6.07
Common Stock	05/03/2006		S		86	D	\$ 6.1
Common Stock	05/03/2006		S		5,100	D	\$ 6.15
Common Stock	05/03/2006		S		800	D	\$ 6.16

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Common Stock	05/03/2006	S	450	D	\$ 6.17	302,231	D
Common Stock	05/03/2006	S	300	D	\$ 6.18	301,931	D <u>(1)</u> <u>(2)</u>

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)

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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.57	05/03/2006		M	13,243	05/14/2004 05/14/2006	common stock	13,243

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRASER JEFFERY S C/O NIC INC. 10540 SOUTH RIDGEVIEW ROAD OLATHE, KS 66061	X	X	Chairman and CEO	

Signatures

Stephen M. Kovzan,
Attorney-in-Fact

05/04/2006

**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).

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The Reporting Person also indirectly owns 21,450,805 shares of NIC Inc. common stock, which are held directly by the National Information Consortium Voting Trust, for which the Reporting Person and Ross C. Hartley act as trustees. Of this amount, the Reporting

- (1) Person indirectly owns 1,023,251 shares held directly by the Voting Trust for the benefit of a trust, of which the Reporting Person is the beneficiary, and 4,401,405 shares held directly by the Voting Trust for the benefit of entities of which the Reporting Person acts as manager; however, the Reporting Person disclaims beneficial ownership over 1,852,717 of the shares held by one entity.

The Reporting Person also directly owns 301,931 shares of NIC common stock and the following employee stock options to purchase NIC common stock: (i) 150,000 shares at \$3.34 per share, exercisable in four equal annual installments, beginning August 1, 2004, (ii)

- (2) 20,000 shares at \$7.67 per share, all of which are currently exercisable, (iii) 25,000 shares at \$4.15 per share, exercisable in four equal annual installments, beginning on November 5, 2005, and (iv) 10,000 shares at \$6.16 per share, exercisable in four equal annual installments, beginning on November 8, 2006.

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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