

Overbaugh Jason G.
Form 4
December 31, 2018

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)
11/30/2018

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|------------------------------|------------------|------------|---|------|---|-----|-----|---------------------------|-----------------|----------------------|----------------------------|
| Employee Stock Option (right to buy) | \$ 3.75 ⁽¹⁾ | 12/06/2013 | A | 12,763 ⁽¹⁾ | | | | | 03/06/2014 | 12/06/2023 | Class A Common Stock | 12,763 ⁽¹⁾ |
| Employee Stock Option (right to buy) | \$ 3.51 ⁽²⁾ | 07/02/2014 | A | 12,155 ⁽²⁾ | | | | | 10/02/2014 | 07/02/2024 | Class A Common Stock | 12,155 ⁽²⁾ |
| Employee Stock Option (right to buy) | \$ 4.09 ⁽³⁾ | 12/05/2014 | A | 24,311 ⁽³⁾ | | | | | 03/05/2015 | 12/05/2024 | Class A Common Stock | 24,311 ⁽³⁾ |
| Employee Stock Option (right to buy) | \$ 5.76 ⁽⁴⁾ | 12/04/2015 | A | 23,153 ⁽⁴⁾ | | | | | 03/04/2016 | 12/04/2025 | Class A Common Stock | 23,153 ⁽⁴⁾ |
| Employee Stock Option (right to buy) | \$ 6.35 ⁽⁵⁾ | 12/02/2016 | A | 22,050 ⁽⁵⁾ | | | | | 03/02/2017 | 12/02/2026 | Class A Common Stock | 22,050 ⁽⁵⁾ |
| Employee Stock Option (right to buy) | \$ 4.8 ⁽⁶⁾ | 12/01/2017 | A | 21,000 ⁽⁶⁾ | | | | | 03/01/2018 | 12/01/2027 | Class C Common Stock | 21,000 ⁽⁶⁾ |
| Employee Stock Option (right to buy) | \$ 5.52 ⁽⁷⁾ | 11/30/2018 | A | 25,000 ⁽⁷⁾ | | | | | 02/28/2019 ⁽⁷⁾ | 11/30/2028 | Class C Common Stock | 25,000 ⁽⁷⁾ |

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

12/31/2018

__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) 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, and February 2, 2018.

(2) 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, and February 2, 2018.

(3) 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, and February 2, 2018.

(4) 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, and February 2, 2018.

(5) 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 and February 2, 2018.

(6) 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. 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 a 5% stock dividend paid on February 2, 2018. This option is fully vested on December 1, 2018.

(7) 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. 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. 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.

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