WRIGHT DICKERSON

Form 4 April 03, 2013

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**

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

(Ctata)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WRIGHT DICKERSON Issuer Symbol NV5 Holdings, Inc. [NVEE] (Check all applicable) (First) (Middle) 3. Date of Earliest Transaction (Last) _X__ 10% Owner (Month/Day/Year) _X__ Director __Other (specify X_ Officer (give title 200 SOUTH PARK ROAD, SUITE 04/02/2013 below) 350 CEO and President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting HOLLYWOOD, FL 33021 Person

(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative Se	ecuriti	ies Acq	uired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities A Transaction(A) or Dispose Code (Instr. 3, 4 and (Instr. 8)					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/02/2013		P	166,667	A	(1)	207,011	I	Wright Family Trust dated December 12, 1990 (2)
Common Stock							338,430	I	Dickerson Wright 2010 GRAT dated June 28, 2010 (2)
							338,430	I	

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		_3.93.	,g						
Common Stock								Katherine Wright 2010 GRAT dated June 28, 2010 (2)	
Common Stock						552,203	I	Dickerson Wright 2012 GRAT dated November 9, 2012 (2)	
Common Stock						552,203	I	Katherine Wright 2012 GRAT dated	
								November 9, 2012 (2)	
Reminder: R	Report on a sep	parate line for each cla	ss of securities benef	Person informa require	ns who respore tation contained to respond ys a currently	directly. nd to the collect ed in this form unless the fore valid OMB cor	are not m	SEC 1474 (9-02)	
			ative Securities Acqu puts, calls, warrants,						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ve		4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)))	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Warrant (Right to Buy)	\$ 7.8	04/02/2013		P	166,667	09/27/2013	3 03/27/2018	8 Common Stock	166,66

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WRIGHT DICKERSON
200 SOUTH PARK ROAD
SUITE 350
HOLLYWOOD, FL 33021

Relationships

CEO and President

Signatures

/s/ MaryJo O'Brien, as attorney in fact 04/02/2013

**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) The reported securities are part of a Unit purchased by the reporting person for \$6.00 per Unit. Each Unit consists of one share of common stock and a Warrant to purchase one share of common stock.
- (2) Dickerson Wright and his wife Katherine Wright are trustees. Mr. Wright disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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.

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