

EDISON VENTURE FUND IV LP  
Form 3/A  
June 28, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         |          | 2. Date of Event Requiring Statement             |  | 3. Issuer Name and Ticker or Trading Symbol                |  |
| Â EDISON VENTURE FUND IV LP               |         |          | (Month/Day/Year)                                 |  | JTH Holding, Inc. [LTAXA]                                  |  |
| (Last)                                    | (First) | (Middle) | 06/28/2012                                       |  |  |  |
| 1716 CORPORATE LANDING PARKWAY            |         |          | 4. Relationship of Reporting Person(s) to Issuer |  | 5. If Amendment, Date Original Filed(Month/Day/Year)       |  |
| (Street)                                  |         |          | (Check all applicable)                           |  | 06/13/2012   |  |
| VIRGINIA                                  |         |          | ___ Director                                     |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |  |
| BEACH,Â VAÂ 23454                         |         |          | ___ Officer                                      |  | _X_ Form filed by One Reporting Person                     |  |
| (City)                                    | (State) | (Zip)    | (give title below)                               |  | (specify below)  |  |
|   |         |          | ___ 10% Owner                                    |  | ___ Form filed by More than One Reporting Person           |  |
|   |         |          | ___ Other  |  |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of                                  |   |

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|  |                  |                  |                            | Shares               |                   | or Indirect<br>(1)<br>(Instr. 5) |   |
|--|------------------|------------------|----------------------------|----------------------|-------------------|----------------------------------|---|
| Employee Stock Options<br>(right to buy) | 12/01/2012       | 06/01/2017       | Class A<br>Common<br>Stock | 8,627 <sup>(1)</sup> | \$ 15             | D                                | Â |
| Restricted Stock Units                   | Â <sup>(2)</sup> | Â <sup>(2)</sup> | Class A<br>Common<br>Stock | 1,373 <sup>(1)</sup> | \$ <sup>(3)</sup> | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| EDISON VENTURE FUND IV LP<br>1716 CORPORATE LANDING PARKWAY<br>VIRGINIA BEACH, VA 23454 | Â             | Â X       | Â       | Â     |

## Signatures

Gary Golding                      06/28/2012

          
\*\*Signature of  
Reporting Person

        Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 number of shares has been amended to correct an error in the allocation of options and restricted stock units as reported by the Company.
- (2) This restricted stock unit award was granted June 1, 2012 and vests in full on December 1, 2013.
- (3) Each restricted stock unit represents the right to receive, at settlement, one share of Class A Common Stock.

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.