

Watson Patricia A  
Form 4  
March 12, 2019

# FORM 4

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

OMB APPROVAL

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

## 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 \*  
Watson Patricia A

2. Issuer Name and Ticker or Trading Symbol  
TOTAL SYSTEM SERVICES INC [TSS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/11/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior EVP and CIO

P, O. BOX 2506

(Street)

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

COLUMBUS, GA 31902-2506

(City) (State) (Zip)

**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 or Price		
Common Stock	03/11/2019		S		16,000 (1)	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/11/2019		M		10,968	A	Direct (D) Ownership (Instr. 4)
Common Stock	03/11/2019		S		10,968 (2)	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/11/2019		M		10,551	A	Direct (D) Ownership (Instr. 4)
	03/11/2019		S			D	Indirect Beneficial Ownership (Instr. 4)

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Common	10,551	\$
Stock	<u>(3)</u>	<u>93.771</u>
		<u>(3)</u>

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

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(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 Security (Instr. 3 and 4)	Amount or Number of Shares
Employee stock options (right to buy)	\$ 44.48	03/11/2019		M	10,968 <u>(4)</u>	02/26/2019 <sup>(4)</sup> 02/25/2026	Common Stock	10,968
Employee stock options (right to buy)	\$ 54.47	03/11/2019		M	10,551 <u>(5)</u>	02/17/2019 <sup>(5)</sup> 02/16/2027	Common Stock	10,551

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Watson Patricia A P, O. BOX 2506 COLUMBUS, GA 31902-2506			Senior EVP and CIO	

## Signatures

Garilou Page,  
Attorney-in-Fact

03/12/2019

\*\*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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.76 to \$93.85, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the ranges set forth in footnotes 1, 2 and 3 to this Form 4.
- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.74 to \$93.81, inclusive.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.75 to \$93.81, inclusive.
  - (3) These options were the third tranche of options originally granted on February 26, 2016 that vested and became exercisable in three equal annual installments on February 26, 2017, February 26, 2018 and February 26, 2019.
  - (4) These options were the second tranche of options originally granted on February 17, 2017 that vested and became exercisable in three equal annual installments on February 17, 2018, February 17, 2019 and February 17, 2020.

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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