

DELUXE CORP  
Form 4  
March 02, 2017

**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 \*  
Mathews Michael S

(Last) (First) (Middle)  
3680 VICTORIA STREET N  
(Street)

SHOREVIEW, MN 55126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
DELUXE CORP [DLX]

3. Date of Earliest Transaction (Month/Day/Year)  
02/28/2017

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)  
Vice President, CIO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/28/2017		M		8,968 A \$ 37.45	17,945	D
Common Stock	02/28/2017		M		5,155 A \$ 50.32	23,100	D
Common Stock	02/28/2017		M		2,851 A \$ 67.08	25,951	D
Common Stock	02/28/2017		M		2,423 A \$ 54.3	28,374	D
Common Stock	02/28/2017		F		14,562 D \$ 75.05	13,812	D

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Common Stock	02/28/2017	S	4,835	D	\$ 75.05	8,977	D
Common Stock	02/28/2017	S	3,205	D	\$ 75.05	5,772 <sup>(1)</sup>	D

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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 <sup>(2)</sup>					<sup>(2)</sup>	01/25/2018	Common Stock	2,712
Restricted Stock Units	\$ 0 <sup>(3)</sup>					<sup>(3)</sup>	01/24/2019	Common Stock	1,587
Common Stock Option	\$ 37.45	02/28/2017		M	8,968	05/06/2014 <sup>(4)</sup>	05/06/2020	Common Stock	8,968
Common Stock Option	\$ 50.32	02/28/2017		M	5,155	02/27/2015 <sup>(4)</sup>	02/27/2021	Common Stock	5,155
Common Stock Option	\$ 67.08	02/28/2017		M	2,851	02/12/2016 <sup>(4)</sup>	02/12/2022	Common Stock	2,851
Common Stock Option	\$ 54.3	02/28/2017		M	2,423	02/17/2017 <sup>(4)</sup>	02/17/2023	Common Stock	2,423
Common Stock	\$ 75.61					02/23/2018 <sup>(4)</sup>	02/23/2024	Common Stock	4,371

Option

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mathews Michael S 3680 VICTORIA STREET N SHOREVIEW, MN 55126			Vice President, CIO	

## Signatures

J. Michael Schroeder as Power of Attorney for Michael S. Mathews	03/02/2017
**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) Total ownership includes 3,113 shares of restricted stock.  
Restricted Stock Units were awarded on 1/25/16 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2015 annual incentive compensation in restricted stock units in lieu of cash.
- (2) Restricted Stock Units were awarded on 1/24/17 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2016 annual incentive compensation in restricted stock units in lieu of cash.
- (3) Options vest in three equal installments on the three succeeding anniversary dates of the date of grant, provided the holder remains an employee of the Company. Date entered reflects date on which first installment vests(ed).
- (4)

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.