

GLOBAL PAYMENTS INC

Form 4

February 03, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Schuessler Morgan M

(Last) (First) (Middle)

10 GLENLAKE
PARKWAY, NORTH TOWER

(Street)

ATLANTA, GA 30328

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

GLOBAL PAYMENTS INC [GPN]

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

01/30/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP HR & Corp Communications

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	01/30/2014		M	V Amount (A) or (D) Price 10,000 A \$ 45.86	44,403	D	
Common Stock	01/30/2014		M	4,986 A \$ 37.4	49,389	D	
Common Stock	01/30/2014		M	6,581 A \$ 37.4	55,970	D	
Common Stock	01/30/2014		F(1)	17,268 D \$ 67.67 (2)	38,702	D	

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 (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-qualified Stock Option (Right to Buy)	\$ 45.86	01/30/2014		M	10,000	<u>(3)</u> 06/02/2016	Common Stock 10,000
Non-qualified Stock Option (Right to Buy)	\$ 37.4	01/30/2014		M	4,986	<u>(4)</u> 07/31/2017	Common Stock 4,986
Non-qualified Stock Option (Right to Buy)	\$ 37.4	01/30/2014		M	6,581	<u>(5)</u> 07/29/2020	Common Stock 6,581

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Schuessler Morgan M 10 GLENLAKE PARKWAY NORTH TOWER ATLANTA, GA 30328	EVP HR & Corp Communications

Signatures

/s/ David L. Green as attorney-in-fact for Morgan Schuessler

02/03/2014

__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)

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Represents forfeitures in connection with three "net exercises" of outstanding stock options. There were no open market sales of the shares by the reporting person. A total of 17,268 shares were withheld by Global Payments Inc. (the "Company") for payment of the exercise price and applicable taxes, and the net exercises resulted in the issuance of 4,299 shares, in the aggregate, by the Company to the reporting person.

- (2) Closing price for the Company's common stock on the transaction date.
- (3) The option became exercisable in 25% increments on the first (June 2, 2007), second (June 2, 2008), third (June 2, 2009) and fourth (June 2, 2010) anniversary of the grant.
- (4) The option became exercisable in 25% increments on the first (July 31, 2008), second (July 31, 2009), third (July 31, 2010) and fourth (July 31, 2011) anniversary of the grant.
- (5) The option became exercisable in 25% increments on the first (July 29, 2011), second (July 29, 2012), third (July 29, 2013), and fourth (July 29, 2014) anniversary of the grant.

Remarks:

SEC Exhibit 24 - Power of Attorney

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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