

WOODS M TROY
Form 4
February 13, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
WOODS M TROY

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)
P. O. BOX 2506
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

COLUMBUS, GA 31902-2506

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/12/2018		M		37,865 A \$ 24.44	D	
Common Stock	02/12/2018		S		18,933 (1) D \$ 83.793	D	
Common Stock	02/12/2018		S		18,932 (2) D \$ 83.624	D	
Common Stock	02/12/2018		M		127,901 A \$ 30.83	D	
	02/12/2018		S			D	433,071

Edgar Filing: WOODS M TROY - Form 4

Common Stock			63,951 (3)		\$ 83.856 (3)			
Common Stock	02/12/2018	S	63,950 (4)	D	\$ 83.876 (4)	369,121	D	
Common Stock	02/12/2018	M	47,290	A	\$ 31.96	416,411	D	
Common Stock	02/12/2018	S	23,645 (5)	D	\$ 83.7 (5)	392,766	D	
Common Stock	02/12/2018	S	23,645 (6)	D	\$ 83.826 (6)	369,121	D	
Common Stock						2,279	I	By Spouse
Common Stock						70,333	I	By Grantor Retained Annuity Trust
Common Stock						12,820	I	By Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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
Employee Stock Options (right to buy)	\$ 24.44	02/12/2018		M	37,865	04/01/2016 ⁽⁷⁾	03/31/2023	Common Stock	37

Employee
Stock
Options
(right to
buy)

\$ 30.83

02/12/2018

M

127,901

03/18/2017⁽⁸⁾

03/17/2024

Common
Stock

127

Employee
Stock
Options
(right to
buy)

\$ 31.96

02/12/2018

M

47,290

08/01/2017⁽⁹⁾

07/31/2024

Common
Stock

47

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODS M TROY P. O. BOX 2506 COLUMBUS, GA 31902-2506	X		Chairman and CEO	

Signatures

Garilou Page,
Attorney-in-Fact

02/13/2018

**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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.45 to \$84.00, 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 within the ranges set forth in footnotes 1, 2, 3, 4, 5 and 6 to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.54 to \$83.74, inclusive.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.65 to \$84.02, inclusive.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.79 to \$83.90, inclusive.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.62 to \$83.81, inclusive.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.72 to \$83.92, inclusive.

(7) These options are the remaining options originally granted on April 1, 2013 that vested and became exercisable in three equal annual installments on April 1, 2014, April 1, 2015 and April 1, 2016.

(8) These options vested and became exercisable in three equal annual installments on March 18, 2015, March 18, 2016 and March 18, 2017.

(9) These options vested and became exercisable in three equal annual installments on August 1, 2015, August 1, 2016 and August 1, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Edgar Filing: WOODS M TROY - Form 4

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.