

TOTAL SYSTEM SERVICES INC  
Form 4  
November 05, 2015

**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 \*  
GRIFFITH G SANDERS III

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)  
11/04/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. EVP, Gen. Counsel, Sec.

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/04/2015		M		\$ 22.91	D	
Common Stock	11/04/2015		S(1)		\$ 52.489	D	
Common Stock	11/04/2015		M		\$ 24.44	D	
Common Stock	11/04/2015		S(2)		\$ 52.369	D	
	11/04/2015		M		\$ 30.83	D	

Common  
Stock

Common Stock	11/04/2015	S <sup>(3)</sup>	10,302 <u>(3)</u>	D	\$ 52,477 <u>(3)</u>	230,673	D	
Common Stock						1,683	I	By Spouse

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
Employee Stock Options (right to buy)	\$ 22.91	11/04/2015		M	26,330 <u>(4)</u>	03/29/2013 <sup>(4)</sup>	03/28/2022	Common Stock	26,330
Employee Stock Options (right to buy)	\$ 24.44	11/04/2015		M	18,750 <u>(5)</u>	04/01/2014 <sup>(5)</sup>	03/31/2023	Common Stock	18,750
Employee Stock Options (right to buy)	\$ 30.83	11/04/2015		M	10,302	03/18/2015	03/17/2024	Common Stock	10,302

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

GRIFFITH G SANDERS III  
P. O. BOX 2506  
COLUMBUS, GA 31902-2506

Sr. EVP, Gen. Counsel, Sec.

## Signatures

Garilou Page,  
Attorney-in-Fact

11/05/2015

\_\_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 \$52.12 to \$52.60, 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 and 3 to this Form 4 report.
  - (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.13 to \$52.57, inclusive.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.40 to \$52.64, inclusive.
  - (3) These options became exercisable in three equal annual installments beginning on the first anniversary of the grant date.
  - (4) One-half of these options became exercisable on April 1, 2014 and the remaining one-half became exercisable on April 1, 2015.

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.