

Watson Patricia A
 Form 4
 August 07, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
 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)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Senior EVP and CIO

(Last) (First) (Middle)
 P, O. BOX 2506
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/06/2018

COLUMBUS, GA 31902-2506
 (City) (State) (Zip)

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

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)	(A) or (D)	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	Price		
Common Stock	08/06/2018		M		5,091	A \$ 44.48	30,743	D
Common Stock	08/06/2018		S		5,091	D \$ 93.395	25,652	D
Common Stock	08/06/2018		M		10,241	A \$ 54.47	35,893	D
Common Stock	08/06/2018		S		10,241	D \$ 93.257	25,652	D
					<u>(1)</u>	<u>(1)</u>		

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)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 44.48	08/06/2018		M	5,091	02/26/2017 ⁽²⁾ 02/25/2026	Common Stock	5,091
Employee Stock Option (right to buy)	\$ 54.47	08/06/2018		M	10,241	02/17/2018 ⁽³⁾ 02/16/2027	Common Stock	10,241

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

08/07/2018

**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 \$93.22 to \$93.42, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the

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Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

- (2) These employee stock options were a portion of an option award granted on February 26, 2016 with vesting in three equal annual installments on February 26, 2017, February 26, 2018 and February 26, 2020.
- (3) These employee stock options were a portion of an option award granted on February 17, 2017 with vesting 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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