

Watson Patricia A  
Form 4  
March 12, 2019

**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

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(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)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/11/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Senior EVP and CIO

P, O. BOX 2506

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

COLUMBUS, GA 31902-2506

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
|                                       |   |   | Code                                 | V   | Amount<br>(A)<br>or<br>(D)   | Price   |   |
| Common<br>Stock                       | 03/11/2019                              |   | S                                    |   | 16,000<br>(1)  | \$<br>93.808<br>(1)   | 23,450 D                                |
| Common<br>Stock                       | 03/11/2019                              |   | M                                    |   | 10,968 A   | \$ 44.48  | 34,418 D                                |
| Common<br>Stock                       | 03/11/2019                              |   | S                                    |   | 10,968<br>(2)  | \$<br>93.779<br>(2)   | 23,450 D                                |
| Common<br>Stock                       | 03/11/2019                              |   | M                                    |   | 10,551 A   | \$ 54.47  | 34,001 D                                |
|                                       | 03/11/2019                              |   | S                                    |   |  |   | 23,450 D                                |

# Edgar Filing: Watson Patricia A - Form 4

|        |            |               |
|--------|------------|---------------|
| Common | 10,551     | \$            |
| Stock  | <u>(3)</u> | <u>93.771</u> |
|        |            | <u>(3)</u>    |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |            | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|---|--|---|---|--------------------------------------|--|--|------------|--|--------------------|-----------------|-------------------------------------|
|   |  |   |   | Code                                 | V  | (A)  | (D)        | Date Exercisable   | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Employee<br>stock<br>options<br>(right to<br>buy)   | \$ 44.48   | 03/11/2019                              |   | M                                    |  | 10,968   | <u>(4)</u> | 02/26/2019 <sup>(4)</sup>  | 02/25/2026         | Common<br>Stock | 10,968                              |
| Employee<br>stock<br>options<br>(right to<br>buy)   | \$ 54.47   | 03/11/2019                              |   | M                                    |  | 10,551   | <u>(5)</u> | 02/17/2019 <sup>(5)</sup>  | 02/16/2027         | Common<br>Stock | 10,551                              |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships  |
|--|--|
| Watson Patricia A<br>P, O. BOX 2506<br>COLUMBUS, GA 31902-2506 | Director 10% Owner Officer Other<br><br>Senior EVP and CIO |

## Signatures

Garilou Page,  
Attorney-in-Fact  
03/12/2019

                    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 \$93.76 to \$93.85, 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 with the ranges set forth in footnotes 1, 2 and 3 to this Form 4.
- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.74 to \$93.81, inclusive.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$93.75 to \$93.81, inclusive.
- (3) These options were the third tranche of options originally granted on February 26, 2016 that vested and became exercisable in three equal annual installments on February 26, 2017, February 26, 2018 and February 26, 2019.
- (4) These options were the second tranche of options originally granted on February 17, 2017 that vested and became exercisable 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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