

GRIFFITH G SANDERS III  
 Form 4  
 February 16, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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)  
**02/14/2018**

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

**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)	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)
				(A) or (D)	Price		
Common Stock	02/14/2018		M	41,836	A \$ 30.83	221,907	D
Common Stock	02/14/2018		S	20,918 <u>(1)</u>	D \$ 84.64 <u>(1)</u>	200,989	D
Common Stock	02/14/2018		S	20,918 <u>(2)</u>	D \$ 84.752 <u>(2)</u>	180,071	D
Common Stock	02/15/2018		M	25,020	A \$ 38.2	205,091	D
Common Stock	02/15/2018		S	12,510 <u>(3)</u>	D \$ 84.656	192,581	D

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Common Stock	02/15/2018	S	12,510 (4)	D	(3) \$ 85,195 (4)	180,071	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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(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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 30.83	02/14/2018		M	41,836	03/18/2015 <sup>(5)</sup>	03/17/2024	Common Stock	41,836
Employee Stock Options (right to buy)	\$ 38.2	02/15/2018		M	25,020	02/27/2016 <sup>(6)</sup>	02/16/2025	Common Stock	25,020

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

02/16/2018

\_\_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 \$84.56 to \$84.74, 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 and 4 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 \$84.70 to \$84.82, inclusive.
  - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$84.50 to \$85.33, inclusive.
  - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.00 to \$85.33, inclusive.
  - (5) These options are the remaining options originally granted on March 18, 2014 that vested and became exercisable in three equal annual installments on March 18, 2015, March 18, 2016 and March 18, 2017.
  - (6) These options include the first and second tranches of options originally granted on February 27, 2015 that vested and became exercisable in three equal annual installments on February 27, 2016, February 27, 2017 and February 27, 2018.

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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