Edgar Filing: CARDTRONICS INC - Form 4

| CARDTRO | NICS INC | | | | | | | | | | |
|--|---------------------|-------------------------|-----------------|--|-------------|--------|--|--|---------------------------------------|------------------------|--|
| Form 4 | | | | | | | | | | | |
| April 17, 20 | 15 | | | | | | | | | | |
| FORM | ЛЛ | | | | | | | | OMB AF | PPROVAL | |
| | UNITED | STATES | | RITIES A | | | ANGE C | COMMISSION | OMB Number: | 3235-0287 | |
| Check th | | | | 0 | · | | | | Expires: | January 31, | |
| if no longer subject to STATEMENT OF CHAN | | | | IGES IN BENEFICIAL OWNERS | | | | NERSHIP OF | | 2005 | |
| Section 16. | | | | SECURITIES | | | | | Estimated average burden hours per | | |
| Form 4 or | | | | | | | | | | 0.5 | |
| Form 5 | Filed pur | suant to S | Section 1 | 16(a) of th | ne Securi | ties I | Exchange | e Act of 1934, | | | |
| obligatic may con | | | | • | • | - | • | 1935 or Section | l | | |
| See Instr 1(b). | | 30(h) | of the Iı | nvestmen | t Compa | ny Ao | ct of 194 | 40 | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| 1 37 1 | | D * | | | | | | 5 5 1 1. 0 | | | |
| | | | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| Keller Michael Edward Symbol | | | | | | | | 100001 | | | |
| CARD | | | | DTRONICS INC [CATM] | | | | (Check all applicable) | | | |
| (Last) | (First) (I | Middle) | | of Earliest T | ransaction | | | | | | |
| | | | | h/Day/Year) | | | Director 10% Owner X Officer (give title Other (specify | | | | |
| 3250 BRIARPARK DRIVE, SUITE 04/15/2 400 | | | 6/2015 | | | | below) | si (speeny | | | |
| 400 | | | | | | | | Gen | eral Counsel | | |
| | (Street) | | 4. If Am | endment, D | ate Origina | al | | 6. Individual or Joi | nt/Group Filin | g(Check | |
| Filed(Mo | | | Month/Day/Year) | | | | Applicable Line) | | | | |
| HOUGTON | | | | | | | | _X_ Form filed by O Form filed by M | | | |
| HOUSTON | I, TX 77042 | | | | | | | Person | | porting | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative | Secu | rities Acq | uired, Disposed of, | or Beneficial | ly Owned | |
| 1.Title of | 2. Transaction Date | | | 3. | | | cquired (A | | 6. | 7. Nature of | |
| Security | (Month/Day/Year) | Execution | Date, if | | or Dispos | | | Securities | Ownership Form: | Indirect Beneficial | |
| (Instr. 3) | | any (Month/Day/Year) | | Code (Instr. 3, 4 and 5) (Instr. 8) | | | | Beneficially Owned | Direct (D) | Ownership | |
| | | (111011111)2 | uj, 10ul) | (1115411-0) | | | | Following | or Indirect | (Instr. 4) | |
| | | | | | | (A) | | Reported | (I) | | |
| | | | | | | or | | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | | |
| | | | | Code V | Amount | (D) | Price | (msu. 5 and 4) | | | |
| Common Stock | 04/15/2015 | | | S <u>(1)</u> | 1,361 | D | \$ 40.003 | 1 13,008 | D | | |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactic Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date | 7. Title and A Underlying S (Instr. 3 and | Securities | | |
|---|---|---|---|--|---|---------------------|--------------------|---|-------------------------------------|--|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |
| Restricted Stock Units | <u>(2)</u> | | | | | (3) | (3) | Common Stock | 13,827 | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|-----------------|-------|--|--|--|
| I State and a state | Director | 10% Owner | Officer | Other | | | |
| Keller Michael Edward 3250 BRIARPARK DRIVE SUITE 400 HOUSTON, TX 77042 | | | General Counsel | | | | |
| Signatures | | | | | | | |

Michael E. 04/17/2015 Keller

**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) Sale conducted pursuant to Mr. Keller's Rule 10b5-1 Plan dated September 5, 2014.
- (2) Each restricted stock unit represents a contingent right to receive one share of Cardtronics common stock.
- Owner granted restricted stock units under Cardtronics' annual Long Term Equity Incentive Plans. Units are subject to the terms of said (3) plans and each unit thereunder automatically converts to a share of common stock at the rate of 50%, 25% and 25% of the total units granted on January 31st of the 2nd, 3rd, and 4th year following the plan year.

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.