### Edgar Filing: CARDTRONICS INC - Form 4

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CARDIRO	NICS INC									
Form 4	2015									
February 03										
FORM 4 UNITED STATES SECU							NOPO		-	PROVAL
	UNITE	DSIAIES		shington,			NGE C	COMMISSION	OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or			F CHAN	GES IN I SECUR		ICIA	NERSHIP OF	Expires: January 20 Estimated average burden hours per response		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 1	7(a) of the	Public U		ling Con	npan	y Act of	e Act of 1934, 7 1935 or Section 0		0.5
(Print or Type)	Responses)									
Keller Michael Edward Symb			Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol CARDTRONICS INC [CATM] 3. Date of Earliest Transaction				5. Relationship of Reporting Person(s) to Issuer		
(Last)								(Check all applicable)		
, <i>,</i> ,	RPARK DRIV		(Month/D 01/31/20	ay/Year)	ansaction			Director X Officer (give below) Ger		Owner er (specify
Filed(Mo				Amendment, Date Original Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>		
HOUSTON	, TX 7/042							Person	ore than one re	porting
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)		2. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D) 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	01/31/2015			Code V M	Amount 8,574	(D) A	Price ( <u>1)</u>	16,847	D	
Common Stock	01/31/2015			F	2,478	D	\$ 33.94	14,369	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# 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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number ionof 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 Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(2)</u>	01/31/2015		М	8,574	(3)	(3)	Common Stock	8,574	ſ

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Keller Michael Edward 3250 BRIARPARK DRIVE SUITE 400 HOUSTON, TX 77042			General Counsel				
Signatures							
Michael F							

Michael E. Keller <u>\*\*Signature of</u> 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) Shares represent converted restricted stock units on a one to one basis previously granted under the Company's Long Term Equity Incentive Program.
- (2) Each restricted stock unit represents a contingent right to receive one share of Cardtronics common stock.
- Owner granted restricted stock units under Cardtronics' 2011, 2012, and 2013 Long Term Equity Incentive Plans. Units are subject to the terms of said 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.