

NET 1 UEPS TECHNOLOGIES INC
 Form 4
 February 21, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Soma Nitin

2. Issuer Name and Ticker or Trading Symbol
 NET 1 UEPS TECHNOLOGIES INC [UEPS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Vice President, Info Tech

PRESIDENT PLACE, 4TH FLOOR
 CNR., JAN SMUTS AVE. AND
 BOLTON RD.

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

ROSEBANK,
 JOHANNESBURG, T3

(City) (State) (Zip)

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/16/2017		M	12,081 A \$ 8.75	66,742	D	
Common Stock	02/16/2017		M	1,626 A \$ 7.35	68,368	D	
Common Stock	02/16/2017		S	13,707 D \$ 12.85	54,661	D	
Common Stock	02/17/2017		M	23,094 A \$ 7.35	77,755	D	

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Common Stock 02/17/2017 S 23,094 D \$ 12.88 54,661 D (2)

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)	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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.75	02/16/2017		M	12,081	<u>(3)</u> 08/22/2022	Common Stock	12,081
Employee Stock Option (right to buy)	\$ 7.35	02/16/2017		M	1,626	<u>(4)</u> 08/21/2023	Common Stock	1,626
Employee Stock Option (right to buy)	\$ 7.35	02/17/2017		M	23,094	<u>(4)</u> 08/21/2023	Common Stock	23,094

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Soma Nitin
PRESIDENT PLACE, 4TH FLOOR CNR.
JAN SMUTS AVE. AND BOLTON RD.

Vice President, Info Tech

ROSEBANK, JOHANNESBURG, T3

Signatures

/s/ Nitin Soma

02/21/2017

__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 prices for the transactions reported here range from \$12.82 to \$12.90. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or its shareholders upon request.
- (2) Sale prices for the transactions reported here range from \$12.82 to \$12.95. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or its shareholders upon request.
- (3) The options became exercisable in three equal annual installments commencing on August 22, 2013.
- (4) The options became exercisable in three equal annual installments commencing on August 21, 2014.

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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