

McCarthy Barry C
 Form 4
 April 03, 2019

FORM 4

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

OMB APPROVAL

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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 *
 McCarthy Barry C

(Last) (First) (Middle)
 3680 VICTORIA STREET N
 (Street)

SHOREVIEW, MN 55126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 DELUXE CORP [DLX]

3. Date of Earliest Transaction
 (Month/Day/Year)
 04/01/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

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) | Code V Amount (D) Price | | |

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

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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 Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount |
|------------------------|------------------------------|------------------|------------|---|-----|---------------------------|-----------------|--------------|--------|
| | | | | (A) | (D) | | | | |
| Restricted Stock Units | \$ 0 ⁽¹⁾ | | | | | ⁽¹⁾ | 11/26/2021 | Common Stock | 81 |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 04/01/2019 | A | 13,426 | | ⁽²⁾ | 04/01/2022 | Common Stock | 13 |
| Common Stock Option | \$ 48.92 | | | | | 11/26/2019 ⁽³⁾ | 11/26/2025 | Common Stock | 235 |
| Common Stock Option | \$ 44.69 | 04/01/2019 | A | 128,205 | | 04/01/2020 ⁽⁴⁾ | 04/01/2029 | Common Stock | 128 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McCarthy Barry C 3680 VICTORIA STREET N SHOREVIEW, MN 55126 | X | | President and CEO | |

Signatures

Jeffrey L. Cotter as Power of Attorney for Barry C. McCarthy 04/03/2019

**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).
- (1) Restricted Stock Units were granted on 11/26/2018 under the Company's Long Term Incentive Plan. The units will vest 20% on the first anniversary, 40% on the second anniversary, and 40% on the third anniversary of the date of grant and be converted into common stock if, subject to certain exceptions, the holder remains in the employ of the Company through such dates.
- (2) Restricted Stock Units were granted on 4/1/19 under the Company's Long Term Incentive Plan. The units will vest and be converted into common stock on the third anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date.
- (3) Options vest 20% on the first anniversary, 40% on the second anniversary, and 40% on the third anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such dates. Date entered reflects date on which first installment vests(ed).
- (4) Options vest in three equal installments on the three succeeding anniversary dates of the date of grant, provided the holder remains an employee of the Company. Date entered reflects date on which first installment vests(ed).

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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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