SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person[*]

Engelhardt Tracey G

(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)
01/24/2019

4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

SVP, Direct-to-Consumer

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/24/2019		M		708	A	(1)	13,251.59	D	
Common Stock	01/24/2019		F		336	D	$44.31	12,915.59[(2)]	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	$0[(3)]	01/24/2019		M			708	(3)	01/24/2019	Common Stock	708	$0	0	D	
Restricted Stock Units	$0[(4)]							(4)	01/19/2020	Common Stock	715		715	D	
Restricted Stock Units	$0[(5)]							(5)	01/22/2021	Common Stock	1,845		1,845	D	
Common Stock Option	$38.8							02/20/2014[(6)]	02/20/2020	Common Stock	6,800		6,800	D	
Common Stock Option	$50.32							02/27/2015[(6)]	02/27/2021	Common Stock	3,866		3,866	D	
Common Stock Option	$67.08							02/12/2016[(6)]	02/12/2022	Common Stock	3,208		3,208	D	
Common Stock Option	$54.3							02/17/2017[(6)]	02/17/2023	Common Stock	6,362		6,362	D	
Common Stock Option	$75.61							02/23/2018[(6)]	02/23/2024	Common Stock	3,885		3,885	D	
Common Stock Option	$73.21							02/21/2019[(6)]	02/21/2025	Common Stock	4,793		4,793	D	

Explanation of Responses:

1. Vesting and conversion into shares on a one-for-one basis of restricted stock units awarded on 1/24/17 under the Company's Long Term Incentive Plan. Award of units resulted from an election by executive to receive certain 2016 annual incentive compensation in restricted stock units in lieu of cash.

2. Total ownership includes 2,627 shares of restricted stock.

3. Restricted Stock Units were awarded on 1/24/17 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2016 annual incentive compensation in restricted stock units in lieu of cash.

4. Restricted Stock Units were awarded on 1/19/18 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2017 annual incentive compensation in restricted stock units in lieu of cash.

5. Restricted Stock Units were awarded on 1/22/19 under the Company's Long-Term Incentive Plan. The units will vest and be converted into common stock on the second anniversary of the date of grant if, subject to certain exceptions, the holder remains in the employ of the Company through such date. Award results from an advance election by executive to receive a portion of their 2018 annual incentive compensation in restricted stock units in lieu of cash.

6. Options vest in three equal installments on the three succeeding anniversary dates of grant, provided the holder remains in the employ of the Company. Date entered reflects date on which first installment vests(ed).

Remarks:

Jeffrey L. Cotter as Power of Attorney for Tracey G. Engelhardt   01/28/2019
** Signature of Reporting Person   Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* 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).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.