

NET 1 UEPS TECHNOLOGIES INC
Form 4
June 17, 2014

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 *
Seabrooke Christopher Stefan

(Last) (First) (Middle)

4 COMMERCE SQUARE 39
RIVONIA ROAD, SANDHURST,
SANDTON

(Street)

GAUTENG RSA T3, T3 2196

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/13/2014

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)

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	06/13/2014		S	7,487 (1)	D \$ 11.24 (2)	15,768	D
Common Stock	06/13/2014		S	36,297 (3)	D \$ 11.29 (4)	146,489	I A trust (5)
Common Stock	06/16/2014		S	69,989 (3)	D \$ 11.23 (6)	76,500	I A trust (5)

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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 (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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Seabrooke Christopher Stefan
4 COMMERCE SQUARE 39 RIVONIA ROAD
SANDHURST, SANDTON
GAUTENG RSA T3, T3 2196

X

Signatures

/s/Serge Belamant, Attorney-in-Fact for Christopher Seabrooke

06/17/2014

__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) The common stock sold includes (i) 817 shares which were part of an original grant of 2,044 restricted shares, which becomes transferable in five equal annual installments commencing May 8, 2012; (ii) 1,349 shares which were part of an original grant of 4,045 restricted shares, which becomes transferable in three equal annual installments commencing August 27, 2013; (iii) 3,035 shares which were part of an original grant of 9,104 restricted shares, which becomes transferable in three equal annual installments commencing August 26, 2013; and (iv) 2,286 shares which were part of an original grant of 6,857 restricted shares, which becomes transferable in three equal annual installments commencing August 22, 2013.

(2) Sale prices for the transactions reported here range from \$11.20 to \$11.31. 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.

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- (3) The common stock sold was indirectly held by the reporting person and were part of shares described below in (5).
- (4) Sale prices for the transactions reported here range from \$11.19 to \$11.36. 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.

A trust, settled by a relative of the reporting person and of which the reporting person is a discretionary beneficiary, is a shareholder of the company whose wholly owned subsidiary acquired the common stock. The trust beneficially owns 33% of the company that holds the

- (5) common stock and has the right to vote 67% of the issued shares of the company. The reporting person is one of four trustees of the trust, and all matters voted on require a simple majority. The reporting person is the chief executive of the company that holds the common stock. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (6) Sale prices for the transactions reported here range from \$11.16 to \$11.34. 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.

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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