

NET 1 UEPS TECHNOLOGIES INC  
 Form 4  
 September 11, 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 \*  
 Kotze Herman

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)

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

09/09/2014

Chief Financial Officer

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

ROSEBANK,  
 JOHANNESBURG, T3 T3

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 or Price   |  |                                   |
| Common Stock                    | 09/09/2014                           |  | M                              |   | 40,000<br>(1)   | D  | \$ 7.98 273,511 D                 |
| Common Stock                    | 09/09/2014                           |  | F                              |   | 22,915<br>(1)   | A  | \$ 13.93 250,596 D                |
| Common Stock                    | 09/09/2014                           |  | M                              |   | 36,000<br>(1)   | D  | \$ 8.75 286,596 D                 |
| Common Stock                    | 09/09/2014                           |  | F                              |   | 22,614<br>(1)   | A  | \$ 13.93 263,982 D                |

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|              |            |   |               |   |          |         |   |
|--------------|------------|---|---------------|---|----------|---------|---|
| Common Stock | 09/09/2014 | M | 21,429<br>(1) | A | \$ 7.35  | 285,411 | D |
| Common Stock | 09/09/2014 | F | 11,307<br>(1) | D | \$ 13.93 | 274,104 | D |

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) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Employee Stock Option (right to buy)       | \$ 7.98  | 09/09/2014                           |  | M                              | 40,000  | (2)  | 10/28/2021  | Common Stock               | 40,000                     |
| Employee Stock Option (right to buy)       | \$ 8.75  | 09/09/2014                           |  | M                              | 36,000  | (3)  | 08/22/2022  | Common Stock               | 36,000                     |
| Employee Stock Option (right to buy)       | \$ 7.35  | 09/09/2014                           |  | M                              | 21,429  | (4)  | 08/21/2023  | Common Stock               | 21,429                     |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Kotze Herman<br>PRESIDENT PLACE, 4TH FLOOR CNR., | X             |           | Chief Financial Officer |       |

JAN SMUTS AVE. AND BOLTON RD.  
ROSEBANK, JOHANNESBURG, T3 T3

## Signatures

/s/ Herman  
Kotze

09/11/2014

\_\_\_\_\_  
\*\*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 reporting person exercised options for an aggregate of 97,429 shares and paid the exercise price through delivery to the issuer of an aggregate of 56,836 shares, resulting in a net acquisition upon exercise of 40,593 shares.
  - (2) The options are exercisable in three equal installments commencing on October 28, 2012.
  - (3) The options are exercisable in three equal installments commencing on August 22, 2013.
  - (4) The options are exercisable in three equal 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. 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.