Edgar Filing: CARDTRONICS INC - Form 4/A

CARDTRON Form 4/A	NICS INC										
February 12,	2008										
FORM								OMB AF OMB Number:	PPROVAL 3235-0287		
Check thi if no long subject to Section 10 Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	6. Filed p Section 1	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 20(b) of the Investment Company Act of 1940								Expires:January 31, 2005Estimated average burden hours per response0.5	
(Print or Type R	Responses)										
Wilson Michael A. Symbol			Symbol	er Name and Ticker or Trading TRONICS INC [CATM]				5. Relationship of Reporting Person(s) to Issuer			
	(First) COCK TOWF 0 CLARENDO		3. Date of (Month/D 12/14/20	-	ansaction	-		(Check X_ Director Officer (give below)) Owner er (specify	
				ndment, Date Original th/Day/Year) 007			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
		(7.)						Person			
(City)	(State)	(Zip)					-	uired, Disposed of		-	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Execution any		3. Transactio Code (Instr. 8) Code V	4. Securities n(A) or Disp (Instr. 3, 4 a Amount	osed o		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	12/14/2007			С	151,663		<u>(1)</u>	151,663	I	See Footnote 2 (2)	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount of 2. 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Date Expiration Title Exercisable Date Code V (A) (D) Series B Convertible Common (1) 12/14/2007 С 11,067 02/10/2005 (3) Preferred Stock Stock

Reporting Owners

(1)

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	· Officer	Other		
Wilson Michael A. JOHN HANCOCK TOWER, 56TH FLOOR 200 CLARENDON STREET BOSTON, MA 02116	Х					
Signatures						
Michael A. Wilson by Thomas P. Alber, Attorney-in-Fact	02/12/2008					
** 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).

Upon the closing of the Issuer's initial public offering, each share of Series B Convertible Preferred Stock automatically converted into 13.70415 shares of Common Stock. This Form 4/A is not being filed to report a new transaction, but rather is being filed solely to report an administrative error in the calculation of the Preferred Stock conversion ratio and a resulting revision in the amount of securities

beneficially owned by the Reporting Person. Michael A. Wilson may be deemed to have a beneficial interest in 151,663 shares of common stock of the Issuer held of record by TA

(2) Investors II L.P., of which he is a partner. Mr. Wilson disclaims beneficial ownership of such shares, except to the extent of 22,316 shares of common stock as to which he holds a pecuniary interest.

(3) These securities do not have an expiration date.

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.

Amount of

Number of

151,663

Shares

Edgar Filing: CARDTRONICS INC - Form 4/A