

Ramirez Carlos J.
Form 4
April 19, 2013

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ramirez Carlos J.

(Last) (First) (Middle)

C/O EVERTEC, INC., CUPEY
CENTER BUILDING, ROAD 176,
KILOMETER 1.3

(Street)

SAN JUAN, PR 00926

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

EVERTEC, Inc. [EVTC]

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

04/17/2013

4. If Amendment, Date 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)

Executive Vice President

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)
Class B Non-Voting Common Stock ⁽¹⁾	04/11/2013		D	37,000	D \$ 0 0	D	
Common Stock ⁽¹⁾	04/11/2013		A	37,000	A \$ 0 37,000	D	
Common Stock	04/18/2013		M	100,000	A \$ 1.295 137,000	D	
Common Stock	04/18/2013		F	39,569 ⁽²⁾	D \$ 19.54 97,431	D	

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option (right to buy) ⁽³⁾	\$ 1.295	04/17/2013		A		467,456		04/17/2013	02/11/2021	Common Stock	467,456
Stock Option (right to buy)	\$ 1.295	04/18/2013		M		100,000		04/17/2013	02/11/2021	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ramirez Carlos J. C/O EVERTEC, INC., CUPEY CENTER BUILDING ROAD 176, KILOMETER 1.3 SAN JUAN, PR 00926	Executive Vice President

Signatures

/s/ Carlos J.
Ramirez 04/19/2013

__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) On April 11, 2013, the Issuer's "class B non-voting common stock" was converted to "class A common stock" and on April 17, 2013, the "class A common stock" was renamed "common stock. All shares of common stock are subject to a lock-up agreement (the "Lock-Up Agreement") entered into by the Reporting Person in connection with the Issuer's initial public offering, which restricts the Reporting Person's ability to sell or otherwise dispose of such shares prior to October 9, 2013.

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- (2) Reflects shares of common stock withheld by the Issuer to fund the cashless exercise of stock options and to pay the tax liability of the Reporting Person in connection with such exercise.

- Options related to 373,964 shares of common stock are currently vested and exercisable and the remaining options vest and become exercisable in three substantially equal installments on September 30, 2013, September 30, 2014, and September 30, 2015. Of the currently vested options, options related to 62,328 shares became exercisable upon consummation of the Issuer's initial public offering
- (3) and options related to 311,636 shares vested and became exercisable on April 17, 2013 due to the satisfaction of investor internal rate of return targets due to the consummation of the initial public offering. All shares issued upon exercise of any options will be subject to the Lock-Up Agreement.

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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