FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549	
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wasnington, D.C. 20549	OMB APP	ROVAL
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-

- 1									
	OMB Number:	3235-028							
	Estimated average burden								
	hours per response:	0.9							

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

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* STIEFLER JEFFREY E															5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>STIEFLER JEFFREY E</u>					Directo										r		10% Ow	ner	
(Last)	(F	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/21/2012									Officer below)	(give title		Other (s below)	pecify
8500 GOVERNOR'S HILL DRIVE				4. 1	If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street) CINCINNATI OH 45249-1384													X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)																
		Tab	le I - Non	-Deriv	vativ	e Se	curities	s Acc	quired,	Disp	osed c	f, or I	Bene	ficiall	y Owned				
1. Title of Security (Instr. 3)  2. Transi Date (Month/I				2A. Deeme Execution oay/Year) if any (Month/Da			Code (I	Transaction Disposed Code (Instr. 5)						es For ially (D) Following (I) (		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	ount (A) or (D)		Price	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)
Class A Common Stock 03/21/				1/201	/2012		A		422,50	422,500 A		\$0	422,500			D			
		-	Fable II - I (						ired, D option						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution D if any (Month/Day/	Date,	4. Transaction Code (Instr. 8)				6. Date Ex Expiration (Month/Da	Date	of Securities		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)		Date Exercisab		expiration Date	Title	OI N Oi	umber					
Restricted Stock Units	(1)	03/21/2012			A		10,588		(2)		(2)	Class Comm Stock	on 1	0,588	\$0	10,588		D	

## **Explanation of Responses:**

- 1. Each restricted stock unit represents a contingent right to receive one share of Vantiv, Inc. Class A Common Stock.
- 2. The restricted stock units vest on the earlier of one year from the date of the grant and the next annual meeting of stockholders. Vested shares will be delivered to the reporting person following the termination of the reporting person's service as a director.

Luke Frutkin, attorney-in-fact

03/23/2012

for Jeffrey E. Stiefler \*\* 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.

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 Number.