П

# 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL

	OMB Number:	3235-0287
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	hours per response:	0.5
- 4		

1. Name and Address of Reporting Person <sup>*</sup> Mielke Daniela			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Vantiv, Inc.</u> [ VNTV ]		tionship of Reporting Person all applicable) Director	(s) to Issuer 10% Owner
(Last) C/O VANTIV, IN 8500 GOVERNO	(First) (Middle) NTIV, INC. OVERNOR'S HILL DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 01/20/2016	X	Officer (give title below) Ch. Strategy & Produ	Other (specify below) et Officer
(Street) CINCINNATI (City)	OH (State)	45249-1384 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing ( Form filed by One Report Form filed by More than C Person	ing 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. Transa Code ( 8)				Securities Beneficially	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	01/20/2016		S <sup>(1)</sup>		974	D	<b>\$</b> 42.5537 <sup>(2)</sup>	5,640	D	

## 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. Transa Code ( 8)		of Deriv Secu Acqu (A) or Dispo of (D)	Expiration Date (Month/Day/Yea curities quired ) or sposed (D) sitr. 3, 4		(Month/Day/Year) Securiti Underly Derivati		nt of ties ying tive ty (Instr. 3	Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

## **Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 23, 2015.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.10 to \$43.01, inclusive. The reporting person undertakes to provide to Vantiv, Inc., any security holder of Vantiv, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.

#### **Remarks:**

/s/ Jared M. Warner, attorneyin-fact for Daniela Mielke

01/21/2016

\*\* 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.