

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549  
SCHEDULE 13D  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**(Amendment No. 4)**

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**Cardtronics plc**  
(Name of Issuer)

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**Ordinary Shares, nominal value \$0.01 per share**  
(Title of Class of Securities)

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G1991C105  
(CUSIP Number)

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Michael D. Pinnisi  
Hudson Executive Capital LP  
570 Lexington Avenue, 35th Floor  
New York, NY 10022

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(Name, Address and Telephone Number of Person Authorized to Receive  
Notices and Communications)

*Copies to:*

Richard M. Brand  
Daniel P. Raglan  
Cadwalader, Wickersham & Taft LLP  
200 Liberty Street  
New York, NY 10281  
(212) 504-6000

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**June 19, 2020**

(Date of Event Which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box.

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	<b>NAME OF REPORTING PERSONS</b> Hudson Executive Capital LP	
2	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	<b>SEC USE ONLY</b>	
4	<b>SOURCE OF FUNDS</b> OO	
5	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)</b> <input type="checkbox"/>	
6	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	<b>SOLE VOTING POWER</b> 0
	8	<b>SHARED VOTING POWER</b> 8,374,880
	9	<b>SOLE DISPOSITIVE POWER</b> 0
	10	<b>SHARED DISPOSITIVE POWER</b> 8,374,880
11	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 8,374,880	
12	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b> <input type="checkbox"/>	
13	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 18.8% <sup>1</sup>	
14	<b>TYPE OF REPORTING PERSON</b> PN, IA	

1. The percentage calculations herein are based upon an aggregate of 44,463,034 ordinary shares, nominal value \$0.01 per share, of Cardtronics plc, outstanding as of May 6, 2020, as reported in Cardtronics plc's quarterly report on Form 10-Q for the quarter ended March 31, 2020.

1	NAME OF REPORTING PERSONS HEC Management GP LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
	8	SHARED VOTING POWER 8,374,880
	9	SOLE DISPOSITIVE POWER 0
	10	SHARED DISPOSITIVE POWER 8,374,880
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,374,880	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 18.8% <sup>2</sup>	
14	TYPE OF REPORTING PERSON OO	

2. The percentage calculations herein are based upon an aggregate of 44,463,034 ordinary shares, nominal value \$0.01 per share, of Cardtronics plc, outstanding as of May 6, 2020, as reported in Cardtronics plc's quarterly report on Form 10-Q for the quarter ended March 31, 2020.

1	<b>NAME OF REPORTING PERSONS</b> Douglas L. Braunstein	
2	<b>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP</b> (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	<b>SEC USE ONLY</b>	
4	<b>SOURCE OF FUNDS</b> OO	
5	<b>CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)</b> <input type="checkbox"/>	
6	<b>CITIZENSHIP OR PLACE OF ORGANIZATION</b> United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	<b>SOLE VOTING POWER</b> 8,088
	8	<b>SHARED VOTING POWER</b> 8,374,880
	9	<b>SOLE DISPOSITIVE POWER</b> 8,088
	10	<b>SHARED DISPOSITIVE POWER</b> 8,374,880
11	<b>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</b> 8,382,968	
12	<b>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES</b> <input type="checkbox"/>	
13	<b>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)</b> 18.9% <sup>3</sup>	
14	<b>TYPE OF REPORTING PERSON</b> IN	

3. The percentage calculations herein are based upon an aggregate of 44,463,034 ordinary shares, nominal value \$0.01 per share, of Cardtronics plc, outstanding as of May 6, 2020, as reported in Cardtronics plc's quarterly report on Form 10-Q for the quarter ended March 31, 2020.

This Amendment No. 4 to Schedule 13D (this “**Amendment No. 4**”) relates to the Schedule 13D filed on January 31, 2018 (the “**Initial 13D**” and, as amended and supplemented through the date of this Amendment No. 4, collectively, the “**Schedule 13D**”) by the Reporting Persons, relating to the ordinary shares, nominal value \$0.01 per share (the “**Shares**”), of Cardtronics plc, a company organized under the laws of England and Wales (the “**Issuer**”). Capitalized terms used but not defined in this Amendment No. 4 shall have the meanings set forth in the Schedule 13D.

This Amendment No. 4 is being filed to report an increase in the Reporting Persons’ beneficial ownership percentage due to the acquisition of additional Shares by the Reporting Persons.

The information set forth in response to each separate Item below shall be deemed to be a response to all Items where such information is relevant. Except as specifically amended by this Amendment No. 4, the Schedule 13D is unchanged.

### ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Item 3 of the Schedule 13D is hereby amended and supplemented as follows:

As of the date hereof, the Reporting Persons are deemed to beneficially own the Subject Shares as detailed in Item 5. The aggregate purchase price for the Subject Shares is approximately \$189,612,155.69.

The source of funding for the transactions pursuant to which the Reporting Persons obtained beneficial ownership of the Subject Shares (other than the Shares acquired by Mr. Braunstein upon the vesting of Restricted Stock United as described below) was derived from the respective capital of the HEC Funds.

Mr. Braunstein has acquired a total of 8,088 Shares between March 8, 2019 and March 11, 2020 upon the vesting of 8,088 of the Restricted Stock Units that were granted to him in his capacity as a director of the Issuer. 5,952 of the 14,040 Restricted Stock Units granted to Mr. Braunstein by the Issuer remain unvested and will convert into an equivalent number of Shares on March 9, 2021.

### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5(a), (b) and (c) of the Schedule 13D is hereby amended and supplemented as follows:

(a) and (b) The Reporting Persons beneficially own an aggregate of 8,382,968 Shares (the “**Subject Shares**”), of which 8,374,880 are owned by the HEC Funds and the remaining 8,088 are owned by Mr. Braunstein. The Subject Shares represent approximately 18.9% of the issued and outstanding Shares based on an aggregate of 44,463,034 Shares outstanding as of May 6, 2020, as reported in the Issuer’s quarterly report on Form 10-Q for the quarter ended March 31, 2020.

(c) All transactions in the Shares effected during the past 60 days on behalf of a HEC Fund over which the Reporting Persons have investment discretion are set forth in and Exhibit 6 attached hereto and incorporated herein by reference.

### ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit 1	Joint Filing Agreement of the Reporting Persons*
Exhibit 2	Schedule of transactions effected during the last 60 days*
Exhibit 3	Schedule of transactions effected during the last 60 days*
Exhibit 4	Schedule of transactions effected during the last 60 days*
Exhibit 5	Schedule of transactions effected during the last 60 days*
Exhibit 6	Schedule of transactions effected during the last 60 days

\* Previously Filed

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 23, 2020

**HUDSON EXECUTIVE CAPITAL LP**

By: HEC Management GP, LLC, its general partner

By: /s/ Douglas L. Braunstein

Name: Douglas L. Braunstein

Title: Managing Member

**HEC MANAGEMENT GP, LLC**

By: /s/ Douglas L. Braunstein

Name: Douglas L. Braunstein

Title: Managing Member

**DOUGLAS L. BRAUNSTEIN**

By: /s/ Douglas L. Braunstein

Douglas L. Braunstein

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## EXHIBIT 6

### Schedule of Transactions in Shares

Together with Exhibit 6, the following table sets forth all transactions with respect to Shares effected in the last sixty days by the Reporting Persons or on behalf of the Reporting Persons in respect of the Shares, inclusive of any transactions effected through 4:00 pm, New York City time, on June 23, 2020. All such transactions were purchases effected in the open market, and the table includes commissions paid in per unit prices.

#### *Cardtronics plc*

<u>Transaction Date</u>	<u>Transaction</u>	<u>Security</u>	<u>Shares Bought</u>	<u>Unit Cost</u>
5/15/2020	Buy	Ordinary Shares	39,023	\$18.94 <sup>1</sup>
6/19/2020	Buy	Ordinary Shares	133,474	\$23.74 <sup>2</sup>
6/19/2020	Buy	Ordinary Shares	100	\$23.24
6/23/2020	Buy	Ordinary Shares	75,350	\$24.34 <sup>3</sup>

1. The price reported in the Unit Cost column is a weighted average price. These Shares were purchased in multiple transactions through a broker-dealer at prices ranging from \$18.63 to \$19.05. Hudson Executive and the other Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission (the “SEC”), upon request, full information regarding the number of Shares purchased at each separate price within the ranges set forth in this footnote.

2. The price reported in the Unit Cost column is a weighted average price. These Shares were purchased in multiple transactions through a broker-dealer at prices ranging from \$23.25 to \$24.25. Hudson Executive and the other Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the SEC, upon request, full information regarding the number of Shares purchased at each separate price within the ranges set forth in this footnote.

3. The price reported in the Unit Cost column is a weighted average price. These Shares were purchased in multiple transactions through a broker-dealer at prices ranging from \$23.92 to \$24.61. Hudson Executive and the other Reporting Persons undertake to provide the Issuer, any security holder of the Issuer, or the staff of the SEC, upon request, full information regarding the number of Shares purchased at each separate price within the ranges set forth in this footnote.

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