

CERTEGY INC
Form 4
May 20, 2005

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
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUGHES KEITH W

(Last) (First) (Middle)

**2801 TURTLE CREEK
BOULEVARD**

(Street)

DALLAS, TX 75219

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CERTEGY INC [CEY]

3. Date of Earliest Transaction
(Month/Day/Year)
03/31/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	09/30/2004		A		2.587	A	\$ 37.21
							2,927.587
							D
Common Stock ⁽¹⁾	12/31/2004		A		5.712	A	\$ 35.53
							2,933.3
							D
Common Stock ⁽¹⁾	03/31/2005		A		2.79	A	\$ 34.62
							2,936.09
							D

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**

SEC 1474
(9-02)

number.

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Derivative Security (Instr. 3)
				Code	V	(A)	(D)	Amount or Number of Shares
Phantom Stock <u>(2)</u>	\$ 0 <u>(3)</u>	03/31/2004		A		0.084	<u>(4)</u> <u>(4)</u>	Common Stock 0.084 \$ 35
Phantom Stock <u>(2)</u>	\$ 0 <u>(3)</u>	07/01/2004		A		0.148	<u>(4)</u> <u>(4)</u>	Common Stock 0.148 \$ 37
Phantom Stock <u>(2)</u>	\$ 0 <u>(3)</u>	09/30/2005		A		1.335	<u>(4)</u> <u>(4)</u>	Common Stock 1.335 \$ 37
Phantom Stock <u>(2)</u>	\$ 0 <u>(3)</u>	12/31/2004		A		2.712	<u>(4)</u> <u>(4)</u>	Common Stock 2.712 \$ 35
Phantom Stock <u>(2)</u>	\$ 0 <u>(3)</u>	03/31/2005		A		2.04	<u>(4)</u> <u>(4)</u>	Common Stock 2.04 \$ 34

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HUGHES KEITH W
2801 TURTLE CREEK BOULEVARD X
DALLAS, TX 75219

Signatures

Marcia R. Glick, as Attorney-in-Fact for Keith W. Hughes pursuant to a Power of Attorney on file

05/20/2005

**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) The issuer has reinvested dividends on behalf of the reporting person pursuant to a restricted stock award.

Edgar Filing: CERTEGY INC - Form 4

- (2) The issuer has reinvested dividends on behalf of the reporting person pursuant to the Certegy Inc. Deferred Compensation Plan.
- (3) The phantom stock converts into common stock on a one-for-one basis.
- (4) The units are to be settled 100% in cash upon the reporting person's election to distribute the funds in a lump sum upon termination of service.

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.