

FOLEY WILLIAM P II
Form 4
July 02, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FOLEY WILLIAM P II

2. Issuer Name and Ticker or Trading Symbol
Fidelity National Information Services, Inc. [FIS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
601 RIVERSIDE AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/02/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

JACKSONVILLE, FL 32204

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 07/02/2008 | | D | V Amount (D) \$ 0 (1) | 837,126 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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 of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (right to buy) | \$ 15.6348 | 07/02/2008 | | D | 213,187 | 12/31/2008 ⁽²⁾ 03/09/2015 | Common Stock 213,187 |
| Stock Option (right to buy) | \$ 41.35 | 07/02/2008 | | D | 276,667 | 11/09/2009 ⁽⁴⁾ 11/09/2013 | Common Stock 276,667 |
| Stock Option (right to buy) | \$ 42.56 | 07/02/2008 | | D | 200,000 | 12/20/2010 ⁽⁴⁾ 12/20/2014 | Common Stock 200,000 |
| Stock Option (right to buy) | \$ 30.9688 | 07/02/2008 | | D | 55,726 | 08/19/2008 ⁽⁴⁾ 08/19/2015 | Common Stock 55,726 |
| Stock Option (right to buy) | \$ 29.1849 | 07/02/2008 | | D | 139,315 | 10/15/2007 10/15/2012 | Common Stock 139,315 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOLEY WILLIAM P II 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204 | X | | Executive Chairman | |

Signatures

/s/ Todd C. Johnson,
Attorney-in-fact

07/02/2008

**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) In connection with Fidelity National Information Services, Inc.'s (the "Company") spin-off of Lender Processing Services, Inc. ("LPS"), one-third of the restricted shares of the Company's common stock held by reporting person have been cancelled and replaced with awards of LPS restricted shares having an equivalent intrinsic value and the same terms and conditions as the cancelled restricted shares.

(2) The option vests with respect to 1/16th of the total number of shares on the date of grant, with an additional 1/16th vesting on the last day of each succeeding fiscal quarter until fully vested, i.e., the option will be fully vested on December 31, 2008.

(3) In connection with Fidelity National Information Services, Inc.'s (the "Company") spin-off of Lender Processing Services, Inc. ("LPS"), one-third of the options to purchase the Company's common stock held by reporting person have been cancelled and replaced with awards of LPS options having an equivalent intrinsic value and the same terms and conditions as the cancelled options.

(4) The option vests in three equal annual installments beginning on the first anniversary of the grant date.

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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