

Norcross Gary
Form 4
February 03, 2006

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Norcross Gary

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)
02/01/2006

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Executive Vice President

JACKSONVILLE, FL 32204

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

(City) (State) (Zip)

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	(D)	Price

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
number.**

SEC 1474
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (right to purchases)	\$ 15.63	02/01/2006	A		170,549		<u>(1)</u>	03/09/2015	Common Stock	170,549
Stock Option (right to purchase)	\$ 15.63	02/01/2006	A		149,251		<u>(3)</u>	03/09/2015	Common Stock	149,251

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Norcross Gary 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204	Executive Vice President

Signatures

Gary A.
Norcross

02/03/2006

**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) Options vest in equal increments every quarter over a four year period, with the options being fully vested on the 4th anniversary of the grant date.
- (2) Received in the merger of Certegy, Inc. and Fidelity National Information Services, Inc. in exchange for an employee stock option to acquire 266,650 shares of Fidelity National Information Services, Inc. common stock for \$10.00 per share.
Fifty percent of the options vest on the first day following February 1, 2006 on which the average price of the Issuer's common stock equals or exceeds \$27.36. One hundred percent of the options vest on the first day following February 1, 2006 on which the average price of the Issuer's common stock equals or exceeds \$31.27. For this purpose, the average price of the Issuer's common stock will be the average closing price of the Issuer's common stock as quoted on the New York Stock Exchange for a period of forty-five consecutive trading days.
- (3) of the Issuer's common stock equals or exceeds \$31.27. For this purpose, the average price of the Issuer's common stock will be the average closing price of the Issuer's common stock as quoted on the New York Stock Exchange for a period of forty-five consecutive trading days.
- (4) Received in the merger of Certegy, Inc. and Fidelity National Information Services, Inc. in exchange for an employee stock option to acquire 233,350 shares of Fidelity National Information Services, Inc. common stock for \$10.00 per share.

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.