SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

	or Sec	tion 30(h) o	f the Investment Company Act of 19	40			
1. Name and Address of Reporting Person [*] Thompson Christopher A	2. Date of Event Requiring Statement (Month/Day/Year) 08/15/2019		3. Issuer Name and Ticker or Trading Symbol <u>Fidelity National Information Services, Inc.</u> [FIS]				
(Last) (First) (Middle) 601 RIVERSIDE AVE			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify			5. If Amendment, Date of Original Filed (Month/Day/Year) 08/15/2019	
(Street)			X Oncer (give the below) Chief Accounting	below)	6.	Individual or Join oplicable Line)	t/Group Filing (Check
JACKSONVILLE FL 32204							y One Reporting Person
(City) (State) (Zip)						Form filed b Reporting P	y More than One erson
	Table I - Noi	n-Deriva	tive Securities Beneficially	y Owned	I		
. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect Beneficial Ownersh (Instr. 5)		Beneficial Ownership	
Common Stock			6,745 ⁽¹⁾	D			
(6			e Securities Beneficially (ants, options, convertible		s)		
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	(2)	(2)	Common Stock	303	0.0 ⁽¹⁾⁽³⁾	D	
Restricted Stock Units	(4)	(4)	Common Stock	3,768	0.0(1)(3)	D	
Restricted Stock Units	(4)	(4)	Common Stock	315	0.0 ⁽¹⁾⁽³⁾	D	
Restricted Stock Units	(5)	(5)	Common Stock	2,657	0.0 ⁽¹⁾⁽³⁾	D	
Restricted Stock Units	(6)	(6)	Common Stock	443	0.0 ⁽¹⁾⁽³⁾	D	
Restricted Stock Units	(7)	(7)	Common Stock	16,835	0.0 ⁽¹⁾⁽³⁾	D	
Restricted Stock Units	(8)	(8)	Common Stock	1,594	0.0(1)(3)	D	
Restricted Stock Units	(9)	(9)	Common Stock	599	0.0 ⁽¹⁾⁽³⁾	D	
Stock Option (Right to Buy)	(10)	02/24/202	5 Common Stock	9,147	36.74(11)) D	
Stock Option (Right to Buy)	(12)	02/17/202	6 Common Stock	8,706	49.52(11)) D	
	(13)	02/08/202	7 Common Stock	6,608	63.71 ⁽¹¹⁾) D	
Stock Option (Right to Buy)	(15)						
Stock Option (Right to Buy) Stock Option (Right to Buy)	(13)	03/02/202	⁸ Common Stock	4,607	81.26(11)) D	

Explanation of Responses:

1. Pursuant to the Agreement and Plan of Merger (the "Merger Agreement"), dated March 17, 2019, among Fidelity National Information Services, Inc. ("FIS"), Worldpay, Inc. ("Worldpay"), and Wrangler Merger Sub, Inc. ("Merger Sub"), a wholly-owned subsidiary of FIS, on July 31, 2019 (the "Closing Date"), Merger Sub merged with and into Worldpay (the "Merger"), with Worldpay continuing as the surviving corporation and a wholly-owned subsidiary of FIS. On the Closing Date, each share of Worldpay common stock held by the reporting person was converted into the right to receive 0.9287 shares of FIS common stock and \$11.00 in cash. This amended Form 3 is being filed to correct a clerical error in this footnote as originally filed.

2. This restricted stock unit, which vests in full on February 17, 2020, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

3. In connection with the Merger, pursuant to the Merger Agreement, restricted stock units held by officers in respect of Worldpay common stock that were outstanding immediately prior to the consummation of the Merger were converted into restricted stock units in respect of FIS common stock in an amount converted at the Equity Award Exchange Ratio and, if applicable, at a performance level as set forth in the Merger Agreement, subject to other terms and conditions (including applicable vesting requirements) as were applicable to such restricted stock units immediately prior to the consummation of the Merger.

4. This restricted stock unit, which vests in full on February 8, 2020, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

5. This restricted stock unit, which vests in full on March 2, 2021, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

6. This restricted stock unit, which vests 1/2 on March 2, 2020 and 1/2 on March 2, 2021, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

7. This restricted stock unit, which vests 1/3 on March 1, 2021 and 2/3 on March 1, 2022, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

8. This restricted stock unit, which vests in full on March 1, 2022, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

9. This restricted stock unit, vests 1/3 on March 1, 2020, 1/3 on March 1, 2021 and 1/3 on March 1, 2022, was assumed by FIS in the Merger and converted into an FIS restricted stock unit on the same time-

based vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio (as defined in the Merger Agreement).

10. The option, which provided for vesting in four equal annual installments beginning on February 18, 2015, was assumed by FIS in the Merger and converted into an FIS option to purchase FIS shares of common stock on the same vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio.

11. In connection with the Merger, pursuant to the Merger Agreement, stock options with respect to Worldpay common stock that were outstanding immediately prior to the consummation of the Merger were converted into stock options in respect of FIS common stock in an amount converted at the Equity Award Exchange Ratio and an exercise price equal to the current exercise price divided by the Equity Award Exchange Ratio, subject to the other terms and conditions (including the applicable vesting requirements, if any) as were applicable to such stock options immediately prior to the consummation of the Merger. 12. This option, which provided for vesting in four equal annual installments beginning February 17, 2017, was assumed by FIS in the Merger and converted into an FIS option to purchase FIS shares of common stock on the same vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio.

13. This option, which provided for vesting in three equal annual installments beginning February 8, 2018, was assumed by FIS in the Merger and converted into an FIS option to purchase FIS shares of common stock on the same vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio.

14. This option, which provided for vesting in three equal annual installments beginning March 2, 2019, was assumed by FIS in the Merger and converted into an FIS option to purchase FIS shares of common stock on the same vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio.

15. This option, which provided for vesting in three equal annual installments beginning March 1, 2020, was assumed by FIS in the Merger and converted into an FIS option to purchase FIS shares of common stock on the same vesting schedule applicable to the original award pursuant to the Equity Award Exchange Ratio.

Remarks:

<u>/s/ Charles H. Keller</u>

08/15/2019

Date

** Signature of Reporting Person

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 5 (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.