

Edgar Filing: Fidelity National Information Services, Inc. - Form 8-K

Fidelity National Information Services, Inc.

Form 8-K

December 06, 2010

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**United States**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 8-K**  
**Current Report**  
**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**  
Date of Report (date of earliest event reported):  
**December 6, 2010**  
**Fidelity National Information Services, Inc.**  
(Exact name of Registrant as Specified in its Charter)  
1-16427  
(Commission File Number)

Georgia  
(State or Other Jurisdiction of Incorporation or Organization)

37-1490331  
(IRS Employer Identification Number)

601 Riverside Avenue  
Jacksonville, Florida 32204  
(Addresses of Principal Executive Offices)  
(904) 854-5000  
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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SIGNATURE

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### **Item 7.01. Regulation FD Disclosure.**

On December 6, 2010, FIS made available presentation materials (the "Presentation Materials") to be used by FIS at an investor and analyst conference that it is hosting on December 6, 2010. A copy of the Presentation Materials is included as Exhibit 99.1. A preliminary 2011 financial outlook is included on page 97 of the Presentation Materials. Additionally, the Presentation Materials include supplemental financial data and non-GAAP measures.

Reconciliations of these non-GAAP measures to related GAAP measures are provided in the referenced schedules. These schedules are included as Exhibit 99.2.

The information in this report, including the Presentation Materials, is being furnished pursuant to General Instruction F to Current Report on Form 8-K, and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section. The information in this report, including the Presentation Materials, shall not be incorporated by reference into any registration statement or other documents pursuant to the Securities Act of 1933, as amended, or into any filing or other document pursuant to the Exchange Act except as otherwise expressly stated in any such filing.

### **Forward-Looking Statements**

The Presentation Materials contains forward-looking statements within the meaning of the U.S. federal securities laws. Statements that are not historical facts, including statements about 2010 and 2011 adjusted revenue, organic revenue, earnings per share, margin expansion and cash flow, as well as other statements about our expectations, hopes, intentions, or strategies regarding the future, are forward-looking statements. These statements relate to future events and our future results, and involve a number of risks and uncertainties. Forward-looking statements are based on management's beliefs, as well as assumptions made by, and information currently available to, management. Any statements that refer to beliefs, expectations, projections or other characterizations of future events or circumstances and other statements that are not historical facts are forward-looking statements.

Actual results, performance or achievement could differ materially from those contained in these forward-looking statements. The risks and uncertainties that forward-looking statements are subject to include without limitation: changes and conditions in general economic, business and political conditions, including the possibility of intensified international hostilities, acts of terrorism, and changes and conditions in either or both the United States and international lending, capital and financial markets; the effect of legislative initiatives or proposals, statutory changes, governmental or other applicable regulations and/or changes in industry requirements, including privacy regulations; the effects of our substantial leverage which may limit the funds available to make acquisitions and invest in our business; the risks of reduction in revenue from the elimination of existing and potential customers due to consolidation in or new laws or regulations affecting the banking, retail and financial services industries or due to financial failures or other setbacks suffered by firms in those industries; changes in the growth rates of the markets for core processing, card issuer, and transaction processing services; failures to adapt our services and products to changes in technology or in the marketplace; internal or external security breaches of our systems, including those relating to the theft of personal information and computer viruses affecting our software; the failure to achieve some or all of the benefits that we expect from acquisitions; our potential inability to find suitable acquisition candidates or finance such acquisitions, which depends upon the availability of adequate cash reserves from operations or of acceptable financing terms and the variability of our stock price, or difficulties in integrating past and future acquired technology or business operations, services, clients and personnel; competitive pressures on product pricing and services including the ability to attract new, or retain existing, customers; an operational or natural disaster at one of our major operations centers; and other risks detailed in "Risk Factors" and other sections of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2009 and other filings with the SEC.

Other unknown or unpredictable factors also could have a material adverse effect on our business, financial condition, results of operations and prospects. Accordingly, readers should not place undue reliance on these forward-looking statements. These forward-looking statements are inherently subject to uncertainties, risks and changes in circumstances that are difficult to predict. Except as required by applicable law or regulation, we do not undertake (and expressly disclaim) any obligation and do not intend to publicly update or review any of these forward-looking statements, whether as a result of new information, future events or otherwise.

### **Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1 Presentation Materials for use at the investor and analyst conference hosted by FIS on December 6, 2010.\*

99.2 Supplemental financial schedules and reconciliations of non-GAAP measures.\*

\* As described in  
Item 7.01 above  
of this Current  
Report, this  
exhibit is  
furnished and  
not filed with  
this Current  
Report.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**Fidelity National Information Services, Inc.**

Date: December 6, 2010

By: /s/ Michael D. Hayford  
Name: Michael D. Hayford  
Title: Corporate Executive Vice President  
and  
Chief Financial Officer

**Fidelity National Information Services, Inc.**

Date: December 6, 2010

By: /s/ James W. Woodall  
Name: James W. Woodall  
Title: Senior Vice President and  
Chief Accounting Officer

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**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 99.1           | Presentation Materials for use at the investor and analyst conference hosted by FIS on December 6, 2010.* |
| 99.2           | Supplemental financial schedules and reconciliations of non-GAAP measures.*                               |

\* As described in Item 7.01 above of this Current Report, this exhibit is furnished and not filed with this Current Report.