

Fidelity National Information Services, Inc.

Form 4

February 27, 2017

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
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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)
02/24/2017

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

President and CEO

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 (A) or (D)	Price	
Common Stock	02/23/2017		F		10,591 (1)	D \$ 0 251,859.6401	D
Common Stock	02/23/2017		F		4,946 (1)	D \$ 0 246,913.6401	D
Common Stock	02/23/2017		F		6,364 (1)	D \$ 0 240,549.6401	D
Common Stock						413,911	I 2016 GRAT

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**

SEC 1474
(9-02)

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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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 58.23	02/24/2017		A		189,830		<u>(2)</u>	11/04/2021	Common Stock	189,830
Stock Option (Right to Buy)	\$ 66.18	02/24/2017		A		93,134		<u>(3)</u>	11/05/2022	Common Stock	93,134
Stock Option (Right to Buy)	\$ 63.61	02/24/2017		A		76,687		<u>(4)</u>	02/09/2022	Common Stock	76,687

Reporting Owners

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

Signatures

/s/ Marc M. Mayo,
attorney-in-fact

02/27/2017

__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) Represents shares to satisfy withholding tax obligation for Restricted Stock vesting.

(2)

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On November 4, 2014, the reporting person was granted an option to purchase 569,491 shares of common stock. The option vests in three equal installments based on FIS's satisfaction of certain performance criteria for each of the calendar years ending December 31, 2015, 2016, and 2017. Based on FIS's Annual Report on Form 10-K filed on February 23, 2017, the Compensation Committee of FIS determined that the performance criteria for 2016 had been met, resulting in vesting of the option as to 189,830 shares.

- (3) On November 5, 2015, the reporting person was granted an option to purchase 279,403 shares of common stock. The option vests in three equal installments based on FIS's satisfaction of certain performance criteria for each of the calendar years ending December 31, 2016, 2017, and 2018. Based on FIS's Annual Report on Form 10-K filed on February 23, 2017, the Compensation Committee of FIS determined that the performance criteria for 2016 had been met, resulting in vesting of the option as to 93,134 shares.

- (4) On February 9, 2015, the reporting person was granted an option to purchase 230,061 shares of common stock. The option vests in three equal installments based on FIS's satisfaction of certain performance criteria for each of the calendar years ending December 31, 2015, 2016, and 2017. Based on FIS's Annual Report on Form 10-K filed on February 23, 2017, the Compensation Committee of FIS determined that the performance criteria for 2016 had been met, resulting in vesting of the option as to 76,687 shares.

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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