

EQUIFAX INC
Form 4/A
July 26, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CANFIELD WILLIAM W

(Last) (First) (Middle)

1550 PEACHTREE STREET, N.W.

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EQUIFAX INC [EFX]

3. Date of Earliest Transaction (Month/Day/Year)
05/15/2007

4. If Amendment, Date Original Filed (Month/Day/Year)
05/17/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President, TALX

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 05/15/2007 | | A | (A) or (D) Price 44,815 <u>(1)</u> | 44,815 | D | |
| Common Stock | 05/15/2007 | | A | (A) or (D) Price 11,107 <u>(1)</u> | 11,107 | I <u>(3)</u> | By family foundation <u>(4)</u> |
| Common Stock | 05/15/2007 | | A | (A) or (D) Price 28,506 <u>(1)</u> | 28,506 | I <u>(3)</u> | By IRA |
| Common Stock | 05/15/2007 | | A | (A) or (D) Price 17,896 <u>(1)</u> | 17,896 | I <u>(3)</u> | By Spouse <u>(5)</u> |
| Common Stock | 05/15/2007 | | A | (A) or (D) Price 214,921 <u>(1)</u> | 214,921 | I <u>(3)</u> | By William W Canfield |

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| | | | | | | | | |
|--------------|------------|---|-----------------------|---|------------|---------|--------------|--|
| Common Stock | 05/15/2007 | A | 68,862 <u>(1)</u> | A | <u>(2)</u> | 68,862 | I <u>(3)</u> | GRAT <u>(6)</u> By William W Canfield GRAT II <u>(6)</u> |
| Common Stock | 05/15/2007 | A | 192,255 <u>(1)</u> | A | <u>(2)</u> | 192,255 | I <u>(3)</u> | By William W Canfield GRAT III <u>(6)</u> |
| Common Stock | 05/15/2007 | A | 401,261 <u>(1)</u> | A | <u>(2)</u> | 401,261 | I <u>(3)</u> | By Wm W Canfield Rev Trust U/A 9/1/82 |

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 (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 Security (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|-------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Stock Option/Right to Buy | \$ 2.42 | 05/15/2007 | | A | | 70,322 <u>(1)</u> | | <u>(7)</u> | 05/14/2009 | Common Stock | 70, |
| Stock Option/Right to Buy | \$ 4.65 | 05/15/2007 | | A | | 28,129 <u>(1)</u> | | <u>(7)</u> | 05/10/2010 | Common Stock | 28, |
| Stock Option/Right to Buy | \$ 4.65 | 05/15/2007 | | A | | 42,193 <u>(1)</u> | | <u>(7)</u> | 05/10/2010 | Common Stock | 42, |
| Stock Option/Right to Buy | \$ 13.01 | 05/15/2007 | | A | | 10,981 <u>(1)</u> | | <u>(7)</u> | 05/01/2011 | Common Stock | 10, |
| Stock Option/Right to Buy | \$ 13.01 | 05/15/2007 | | A | | 202,117 <u>(1)</u> | | <u>(7)</u> | 05/01/2011 | Common Stock | 202 |

| | | | | | | | | |
|---------------------------------|---------|------------|---|---------------|-----|------------|-----------------|-----|
| Stock Option/Right to Buy | \$ 9.35 | 05/15/2007 | A | 10,689 (1) | (7) | 05/22/2012 | Common Stock | 10, |
| Stock Option/Right to Buy | \$ 9.35 | 05/15/2007 | A | 86,172 (1) | (7) | 05/22/2012 | Common Stock | 86, |
| Stock Option/Right to Buy | \$ 9.93 | 05/15/2007 | A | 20,288 (1) | (7) | 02/26/2014 | Common Stock | 20, |
| Stock Option/Right to Buy | \$ 9.93 | 05/15/2007 | A | 28,142 (1) | (7) | 02/26/2014 | Common Stock | 28, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CANFIELD WILLIAM W 1550 PEACHTREE STREET, N.W. ATLANTA, GA 30309 | X | | President, TALX | |

Signatures

/s/ Canfield,
William W. 05/15/2007

**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).

- Acquired pursuant to the merger (Merger) contemplated by the Agreement and Plan of Merger dated as of February 14, 2007 by and among TALX Corporation (TALX), Equifax Inc. (Equifax) & Chipper Corporation (Merger Agreement). At the effective time of the
- (1) Merger, each outstanding share of TALX common stock, par value \$.01, was converted into the right to receive either 0.861 shares of Equifax common stock, par value \$1.25, or \$35.50 in cash, or a combination of both, at the election of the reporting person, subject to proration and allocation procedures set forth in the Merger Agreement.
 - (2) Received in exchange for shares of TALX common stock in connection with the Merger. On 5/15/07, the effective date of the Merger, the closing price of TALX's common stock was \$35.45 per share, and the closing price of Equifax's common stock was \$41.32 per share.
 - (3) Previously reported as being directly owned.
 - (4) Held by family foundation established under Section 501(c)(3) of the Internal Revenue Code in which reporting person holds voting and investment power. Reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
 - (5) Held by a trust established by reporting person's spouse. Reporting person is co-trustee with spouse. Reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
 - (6) Grantor retained annuity trust established by reporting person. Reporting person is trustee. Reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.
 - (7) The option vests in full on 5/15/07.
 - (8)

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Acquired pursuant to the Merger described in footnote 1 above. At the effective time of the Merger, each TALX stock option that was outstanding and unexercised immediately prior to the effective time of the Merger was converted automatically into a fully vested option to purchase Equifax common stock. The number of shares of Equifax common stock subject to the Equifax stock option is equal to the product of the number of shares of TALX common stock subject to the TALX stock option & the exchange ratio determined pursuant to the Merger Agreement of 0.861, rounded down to the nearest whole share. The exercise price per share of Equifax common stock subject to the new Equifax stock option is equal to the exercise price per share of TALX common stock under the TALX stock option divided by the exchange ratio, rounded up to the nearest whole cent.

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.