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

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<u>WPM, L.P.</u>		2. Date of Event Requiring Statement (Month/Day/Year) 10/01/2009		3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Fidelity National Information Services, Inc.</u> [FIS]					
(Last) (First) (Middle) C/O WARBURG PINCUS LLC				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)		
450 LEXINGTO	N AVENUE				Officer (give title below)	Other (spe below)	ecify	6. Individual or Join Applicable Line)	nt/Group Filing (Check
(Street) NEW YORK N	Y	10017				below)		Form filed	by One Reporting Person by More than One Person
(City) (S	tate)	(Zip)	Table I Nor	Derivati	vo Coourition Donoficial				
			lable I - Nor		ive Securities Beneficial	1			
1. Title of Security (Instr. 4)					Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Dire or Indirect (Instr. 5)	ct (D)   (	4. Nature of Indired (Instr. 5)	t Beneficial Ownership
Common Stock, p	ar value \$0.0	)1			40,208,769(1)	D <sup>(2)(3</sup>	3)		
	Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		3. Title and Amount of Secur Underlying Derivative Secur			cise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
						Amount or Number	Derivati	ive or Indirect	
			Date Exercisable	Expiration Date	Title	of Shares			
1. Name and Address <u>WPM, L.P.</u>	s of Reporting	Person <sup>*</sup>							
(Last)	(First)	(Middle)							
C/O WARBURG		-C							
450 LEXINGTO	N AVENUE								
(Street) NEW YORK	NY	10017							
(City)	(State)	(Zip)							
1. Name and Address <u>WPM GP, LL</u>		Person*							
(Last) C/O WARBURG 450 LEXINGTO		(Middle) LC							
(Street) NEW YORK	NY	10017							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person <sup>*</sup> Warburg Pincus Private Equity IX, L.P.									
(Last) C/O WARBURG 450 LEXINGTO		(Middle) C							
(Street) NEW YORK	NY	10017							

p		
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Person <sup>*</sup>	
Warburg Pinc		
(Last)	(First)	(Middle)
C/O WARBURG	PINCUS LLC	
450 LEXINGTO	N AVENUE	
(Street)		
NEW YORK	NY	10017
,		
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Person <sup>*</sup>	
Warburg Pinc	<u>us Partners LLC</u>	
,		
(Last)	(First)	(Middle)
C/O WARBURG	PINCUS LLC	
450 LEXINGTO	N AVENUE	
(Street)		
NEW YORK	NY	10017
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Person <sup>*</sup>	
WARBURG I	<u>PINCUS &amp; CO</u>	
,		
(Last)	(First)	(Middle)
C/O WARBURG	PINCUS LLC	
450 LEXINGTO	N AVENUE	
,		
(Street)		
NEW YORK	NY	10017
	(State)	(Zin)
(City)	(State)	(Zip)
	s of Reporting Person <sup>*</sup>	
WARBURG I	<u>PINCUS LLC</u>	
(Last)	(First)	(Middle)
450 LEXINGTO	N AVENUE	
<i>y</i>		
(Street)		10015
NEW YORK	NY	10017
	( <b>a</b> )	/_/ \
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Person <sup>*</sup>	
KAYE CHAF	<u>RLES R</u>	
(Last)	(First)	(Middle)
C/O WARBURG	PINCUS LLC	
450 LEXINGTO	N AVE	
(Street)	NIX	10017
NEW YORK	NY	10017
	(Stata)	(Zin)
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Person <sup>*</sup>	
LANDY JOS	<u>EPH</u>	
(Last)	(First)	(Middle)
C/O WARBURG	PINCUS LLC	
450 LEXINGTO	N AVE	
(Street)		

NEW YORK	NY	10017
(City)	(State)	(Zip)

Explanation of Responses:

1. See Exhibit 99.1.

2. See Exhibit 99.1.

3. See Exhibit 99.1.

### Remarks:

Solely for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, each of WPM, L.P., WPM GP, LLC, Warburg Pincus Private Equity IX, L.P., Warburg Pincus IX LLC, Warburg Pincus Partners, LLC and Warburg Pincus & Co. are directors-by-deputization by virue of their contractual right to designate a representative to serve on the board of directors of Fidelity National Information Services, Inc. ("FIS"). James Neary is the board designee and became a director of FIS on October 1, 2009. Mr. Neary is a Partner of Warburg Pincus & Co., a Member and Managing Director of Warburg Pincus LLC. Exhibit 1st: Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filers' Names and Addresses Exhibit 99.3 - Joint Filers' Signatures

WPM, L.P., By: WPM GP, LLC, its general partner, By: /s/ Scott A. Arenare, Managing Director and Secretary

\*\* Signature of Reporting Person Date

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.

Designated Filer: WPM, L.P. Issuer & Ticker Fidelity National Information Services, Inc. (FIS) Symbol: Date of Event Requiring Statement: October 1, 2009

Exhibit 99.1

#### Explanation of Responses

- (1) These shares were acquired on October 1, 2009 in connection with the consummation of the merger of Metavante Technologies, Inc. ("Metavante") with and into Cars Holdings, LLC ("Merger Sub"), a wholly owned subsidiary of Fidelity National Information Services, Inc. ("FIS"), pursuant to the Agreement and Plan of Merger, dated as of March 31, 2009, by and among FIS, Merger Sub and Metavante.
- (2) This Form 3 is being filed on behalf of WPM, L.P., a Delaware limited partnership ("WPM"), WPM GP, LLC, a Delaware limited liability company ("WPM GP"), Warburg Pincus Private Equity IX, L.P., a Delaware limited partnership ("WP IX"), Warburg Pincus IX LLC, a New York limited liability company ("WP IX LLC"), Warburg Pincus Partners, LLC, a New York limited liability company ("WP Partners"), Warburg Pincus & Co., a New York general partnership ("WP"), Warburg Pincus LLC, a New York limited liability company ("WP LLC"), and Messrs. Charles R. Kaye and Joseph P. Landy (collectively, the "Reporting Persons").
- (3) WPM GP, the sole general partner of WPM, is a wholly-owned subsidiary of WP IX. WP IX LLC is the sole general partner of WP IX. WP Partners is the sole member of WP IX LLC. WP is the managing member of WP Partners. WP LLC manages WP IX. Charles R. Kaye and Joseph P. Landy are each Managing General Partners of WP and Co-Presidents and Managing Members of WP LLC and may be deemed to control the Reporting Persons. Each of WPM GP, WP IX, WP IX LLC, WP Partners, WP, WP LLC, Mr. Kaye and Mr. Landy all disclaim beneficial ownership of all shares of the FIS common stock except to the extent of any indirect pecuniary interest therein.

Designated Filer:WPM, L.P. Issuer & Ticker Fidelity National Information Services, Inc. (FIS) Symbol: Date of Event Requiring Statement: October 1, 2009

Exhibit 99.2

### JOINT FILERS' NAMES AND ADDRESSES

1.	Name: Address:	WPM GP, LLC c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
2.	Name: Address:	Warburg Pincus Private Equity IX, L.P. c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
3.	Name: Address:	Warburg Pincus IX LLC 450 Lexington Avenue New York, NY 10017
4.	Name: Address:	Warburg Pincus Partners, LLC c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
5.	Name: Address:	Warburg Pincus LLC c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
6.	Name: Address:	Warburg Pincus & Co. c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
7.	Name: Address:	Charles R. Kaye c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017
8.	Name: Address:	Joseph P. Landy c/o Warburg Pincus LLC 450 Lexington Avenue New York, NY 10017

Designated Filer: WPM, L.P. Issuer & Ticker Fidelity National Information Services, Inc. (FIS) Symbol: Date of Event Requiring Statement: October 1, 2009

Exhibit 99.3

#### JOINT FILERS' SIGNATURES

WPM GP, LLC

 By:/s/ Scott A. Arenare
 Date:October 5, 2009

 Name: Scott A. Arenare
 Title: Managing Director and Secretary

WARBURG PINCUS PRIVATE EQUITY IX, L.P.

By: Warburg Pincus IX LLC, its General Partner By: Warburg Pincus Partners, LLC, its Sole Member, By: Warburg Pincus & Co., its Managing Member

By:<u>/s/ Scott A. Arenare</u> Name: Scott A. Arenare Title: Partner Date:October 5, 2009

#### WARBURG PINCUS IX LLC

By: Warburg Pincus Partners, LLC, its Sole Member, By: Warburg Pincus & Co., its Managing Member

By:<u>/s/ Scott A. Arenare</u> Name: Scott A. Arenare Title: Partner Date:<u>October 5, 2009</u>

WARBURG PINCUS PARTNERS, LLC

By: Warburg Pincus & Co., its Managing Member

By:<u>/s/ Scott A. Arenare</u> Name: Scott A. Arenare Title: Partner Date: October 5, 2009

Designated Filer: WPM, L.P. Issuer & Ticker Symbol: Fidelity National Information Services, Inc. (FIS) Date of Event Requiring Statement: October 1, 2009

### WARBURG PINCUS LLC

By: <u>/s/ Scott A. Arenare</u> Name: Scott A. Arenare Title: Managing Director	Date: <u>October 5, 2009</u>
WARBURG PINCUS & CO.	
By: <u>/s/ Scott A. Arenare</u> Name: Scott A. Arenare Title: Partner	Date: <u>October 5, 2009</u>
By: <u>/s/ Scott A. Arenare</u> Name: Charles R. Kaye By: Scott A. Arenare, Attorney-in-Fact	Date: <u>October 5, 2009</u>
By: <u>/s/ Scott A. Arenare</u> Name: Joseph P. Landy By: Scott A. Arenare, Attorney-in-Fact	Date: <u>October 5, 2009</u>

\* Power of Attorney given by Mr. Kaye was previously filed with the SEC on March 2, 2006, as an exhibit to a Schedule 13D filed by Building Products, LLC with respect to Builders FirstSource, Inc.

\*\* Power of Attorney given by Mr. Landy was previously filed with the SEC on March 2, 2006, as an exhibit to a Schedule 13D filed by Building Products, LLC with respect to Builders FirstSource, Inc.