

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Schedule TO

Tender Offer Statement under Section
14(d)(1) or 13(e)(1) of the Securities Exchange Act of 1934

Fidelity National Information Services, Inc.

(Name of Subject Company (Issuer))

Fidelity National Information Services, Inc.

(Name of Filing Person (Offeror/Issuer))

Common Stock, Par Value \$.01 Per Share

(Title of Class of Securities)

31620M106

(CUSIP Number of Class of Securities)

Michael L. Gravelle

Corporate Executive Vice President, Chief Legal Officer and Corporate Secretary

Fidelity National Information Services, Inc.

601 Riverside Avenue

Jacksonville, Florida 32204

Telephone: (904) 854-5000

*(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications on Behalf of Filing Persons)*

Copy to:

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51 West 52nd Street

New York, New York 10019

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CALCULATION OF FILING FEE

Transaction Valuation*	Amount of Filing Fee*
Not applicable	Not applicable

- * A filing fee is not required in connection with this filing as it relates solely to preliminary communications made before commencement of a tender offer
- Check box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: N/A
Form or Registration No.: N/A

Filing Party: N/A
Date Filed: N/A

- Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e-4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

EXHIBIT INDEX

**Exhibit
Number**
99.1

Description

Presentation materials for use at the investor and analyst conference on June 9, 2010.



**RBC 2010 Technology, Media and
Communications Conference**

June 9, 2010



Forward Looking Statements and Additional Information



This presentation contains statements related to FIS' future plans and expectations and, as such, includes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Statements that are not historical facts, including statements about 2010 revenue growth, adjusted earnings per share, margin expansion and cash flow, as well as other statements about our beliefs and expectations, are forward-looking statements. Forward-looking statements are based on management's beliefs, as well as assumptions made by, and information currently available to, management. Because such statements are based on expectations as to future economic performance and are not statements of fact, actual results may differ materially from those projected. The risks and uncertainties that forward-looking statements are subject to, include, without limitation: changes in general economic, business and political conditions, including changes in the financial markets; the effect of governmental regulations; the effects of our substantial leverage, which may limit the funds available to make acquisitions and invest in our business; the risk of reduction in revenue from the elimination of existing and potential customers due to consolidation in the banking, retail and financial services industries or due to financial failures suffered by firms in those industries; failures to adapt our services to changes in technology or in the marketplace; the failure to achieve some or all of the benefits that we expect from the acquisition of Metavante, including the possibility that our acquisition of Metavante may not be accretive to our earnings due to undisclosed liabilities, management or integration issues, loss of customers, the inability to achieve targeted cost savings, or other factors; our potential inability to find suitable acquisition candidates or difficulties in integrating acquisitions; competitive pressures on product pricing and services; ability of the Company to incur additional debt in order to complete the proposed share repurchase plan announced May 25, 2010; and other risks detailed in the "Statement Regarding Forward-Looking Information," "Risk Factors" and other sections of the Company's Form 10-K and other filings with the Securities and Exchange Commission ("SEC") that are available on the SEC's Web site located at www.sec.gov. All forward-looking statements included in this document are based on information available at the time of the document. FIS assumes no obligation to update any forward-looking statement.

This presentation is for informational purposes only and is not an offer to purchase or the solicitation of an offer to sell any shares of the Company's common stock. The solicitation and offer to purchase the Company's common stock will only be made pursuant to the offer to purchase and related materials that the Company will send to its shareholders. Shareholders will be able to obtain free copies of these materials and other documents filed by the Company with the Securities and Exchange Commission when available at www.sec.gov or at the Investors section of the Company's website at www.fisglobal.com/AboutFIS. Shareholders are urged to carefully read these materials prior to making any decision with respect to the offer because they will contain important information about the offer.



Use of Non-GAAP and Pro Forma Measures



Generally Accepted Accounting Principles (GAAP) is the term used to refer to the standard framework of guidelines for financial accounting. GAAP includes the standards, conventions, and rules accountants follow in recording and summarizing transactions and in the preparation of financial statements. In addition to reporting financial results in accordance with GAAP, the company has provided non-GAAP financial measures, which it believes are useful to help investors better understand its financial performance, competitive position and prospects for the future. These non-GAAP measures include adjusted revenue, adjusted earnings before interest, taxes and depreciation and amortization (EBITDA), adjusted net earnings, and adjusted free cash flow. Adjusted revenue excludes the impact of deferred revenue purchase accounting. Adjusted EBITDA excludes the impact of merger and acquisition and integration expenses, accelerated stock compensation charges associated with merger and acquisition activity, asset impairment charges and certain other costs. Adjusted net earnings exclude the after-tax impact of merger and acquisition and integration expenses, accelerated stock compensation charges associated with merger and acquisition activity, acquisition related amortization and certain other costs. Adjusted free cash flow is GAAP operating cash flow less capital expenditures and acquisition related cash items. Non-GAAP adjustments are recorded in the Corporate and Other segment and do not impact operating segment results. Any non-GAAP measures should be considered in context with the GAAP financial presentation and should not be considered in isolation or as a substitute for GAAP net earnings. Further, FIS' non-GAAP measures may be calculated differently from similarly titled measures of other companies. Reconciliations of these non-GAAP measures to related GAAP measures are provided in the appendix.

On October 1, 2009, FIS completed the acquisition of Metavante Technologies, Inc. The transaction was treated as a purchase and the results of Metavante are included in the consolidated results of FIS beginning October 1, 2009. For comparative purposes, in accordance with management's desire to improve the understanding of the company's operating performance, the information provided in this presentation assumes the merger was completed on January 1, 2009 and combines Metavante's results with FIS's historical results on a pro forma basis.



> \$5 Billion 2009 pro forma Revenue

> \$1.4 Billion 2009 pro forma EBITDA

Approximately \$10 Billion market cap

More than 14,000 client relationships

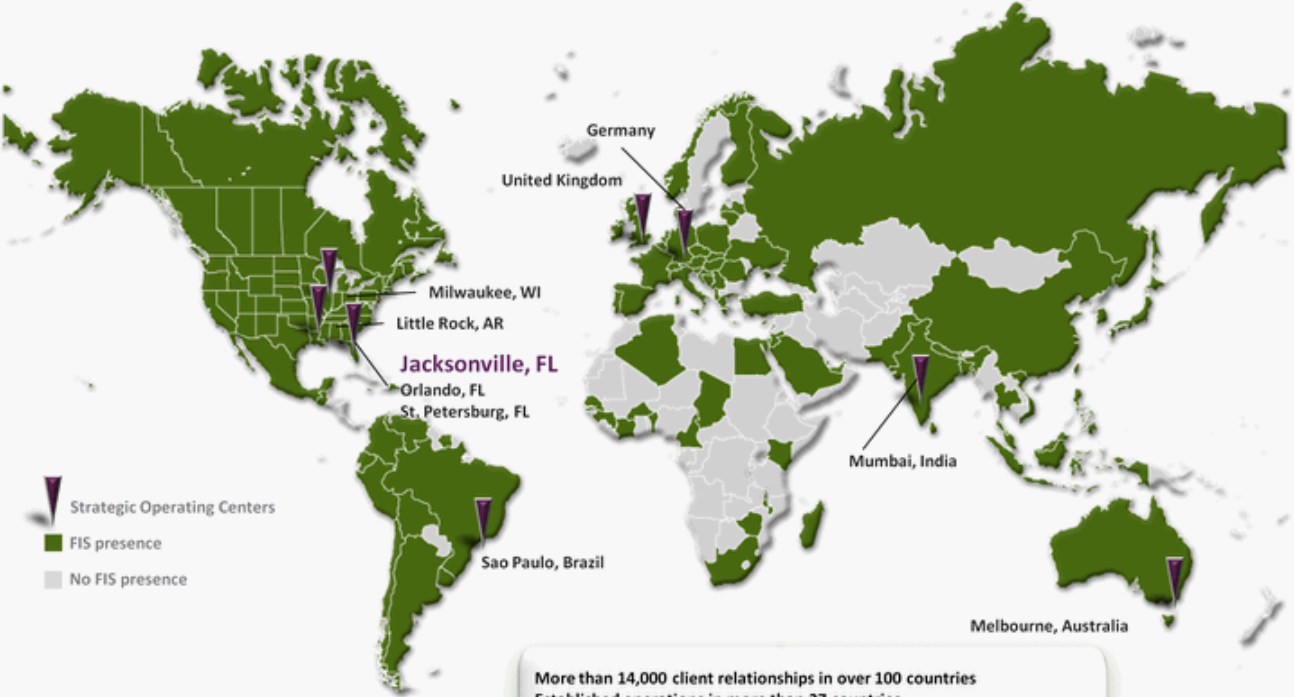
. . . In more than 100 countries

Leading Global Financial Technology Provider



Note: Calculation based on adjusted revenue and adjusted EBITDA. Refer to appendix for reconciliation of non-GAAP measures to related GAAP measures.

Leading Global Financial Technology Provider



More than 14,000 client relationships in over 100 countries
Established operations in more than 27 countries
31,000 employees strong

- 15,000 U.S. based
- 16,000 off-shore



Key Management Priorities



Organic Revenue Growth

Leverage Combined Product Set,
Customer Base, Global Footprint

Intense Client Focus

Service, Innovation, Value

High Performance Culture

Attract and Retain Industry's
Most Talented Employees

Achieve Synergy Targets

Proven Track Record

STRONG EXECUTION

Financial Strength, Robust Business Model

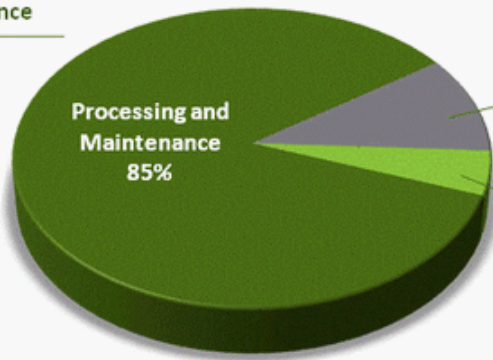


Significant Recurring and Contractual Revenue



- Long-term contracts
- Account based
- Transaction based
- Monthly maintenance

- Consulting services
- Implementation services



- Software 3%
- Equipment 1%
- Termination Fees 1%

Predictability is Enhanced by Long-Term Contracts and High Recurring Revenue Streams



Note: Reflects FIS and Metavante pro forma 2009 revenue

Broad and Diverse Client Base



Global Reach

More than 14,000 financial institution clients worldwide

Solution Leadership

Relationships with 40 of the top 50 global banks, including 9 of the top 10

Anchor Relationships

2,600 core processing customers, including > 300 outside the U.S.

Expansive Payments Base

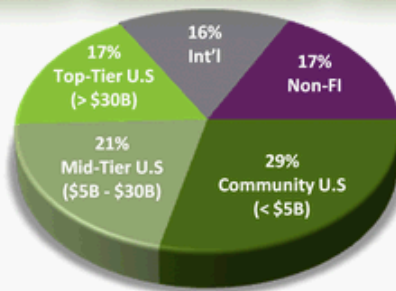
Approximately 7,000 debit, credit and prepaid card issuers

Growing Non-FI Base

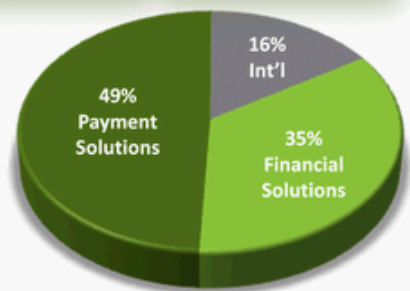
Healthcare
Government
Commercial



59% revenue in higher growth payment solutions



Diversified revenue streams

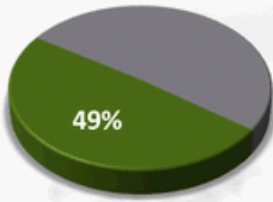


Balanced business model



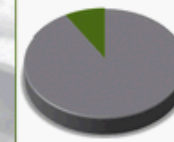
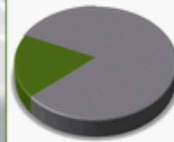
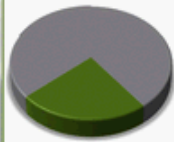
Note: Reflects FIS and Metavante pro forma 2009 revenue

Payment Solutions Group



\$2.5 Billion
2009 Pro Forma Revenue

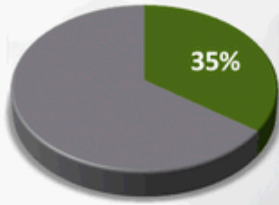
Debit/EFT/ ePayment	Item Processing & Output Solutions	Credit	Retail Check	Government Education Healthcare
Debit Card Processing	Check Clearing and Settlement	Credit Card Processing	Check Verification and Warranty	Pay Direct Solutions
Prepaid Card Processing	Image Solutions	Loyalty	Payroll Check Cashing	Electronic Benefit Transactions (EBT)
Bill Payment	Print and Mail	Merchant	Collection Services	Healthcare Solutions
Network Solutions	Card Production			Health and Financial Network Solutions
Electronic Funds Transfer				
Automated Clearing House				



Substantial Breadth and Scale



Financial Solutions Group



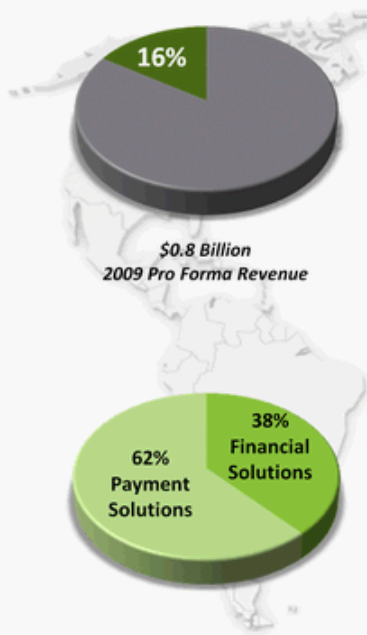
\$1.8 Billion
2009 Pro Forma Revenue

Core Processing	Channel Solutions	Commercial Services
<ul style="list-style-type: none"> Deposit and Loan Account Processing Accounting and General Ledger Data Access and Integration Lending Solutions Trust and Wealth Management 	<ul style="list-style-type: none"> Account Origination Branch Platforms Online Banking Mobile Banking Voice Response Risk Management Regulatory Compliance 	<ul style="list-style-type: none"> Infrastructure Management Data/Back-Office Processing Global Voice Services Information Technology Services

The only provider with core solutions tailored to financial institutions of every size and type



International Solutions Group



Latin America	EMEA	Asia	Australasia
Core banking Payment switch Credit card Origination	Core banking Credit card Payment switch Prepaid Merchants Commercial Lending	Core banking Payment switch ATM (India) Commercial Lending	Credit card Payment switch
Emerging Market	Mature Market	Emerging Market	Mature Market

Significant Global Presence



Financial Overview

FIS

Financial Highlights

1st Quarter, 2010



- Adjusted revenue of \$1.3 billion, up 3.8%
 - 1.8% increase in constant currency
- Adjusted EBITDA margin of 28.8%, up 340 bps
- Adjusted EPS of \$0.41
- Adjusted free cash flow of \$241 million
- Debt-to-EBITDA of 2.1x at March 31, 2010



Refer to appendix for reconciliation of non-GAAP measures to related GAAP measures.

Operating Highlights



- **Improving sales momentum**
 - Multiple core processing wins across all channels
 - Two new “Top 100” core clients
 - Community and mid-tier competitive takeaways
 - Strong merger related cross-sales, including two “Top 50” banks
 - TouchPoint, NYCE Network services, loan origination, business e-banking and bill payment
- **Significant implementations**
 - VTB24 (2nd largest Russian retail bank) implemented FIS Profile core banking suite
 - Visa Vale portfolio conversions (Brazil)
- **Meeting all integration plan milestones**
 - On track to achieve \$260 million synergy target

Q2 2010 Outlook



	<u>Q2 2010</u>
Revenue growth:	
Constant Currency	Low Single Digit
Reported	Low Single Digit
Adjusted EBITDA Margin Expansion	~100 bps
Tax Rate	37%



Refer to appendix for reconciliation of non-GAAP measures to related GAAP measures.

Debt Outstanding (existing facilities) (\$ millions)



Debt Summary

	Term Date	Balance 3/31/2010
Term Loan A	Jan 2012	\$1,838
Term Loan B	Nov 2014	793
Term Loan C	Jan 2012	50⁽¹⁾
Revolving Loan (\$900M)	Jan 2012	339
Accounts Receivable Facility (\$145M)	Nov 2013	-
Other Long-Term Debt		33
Total Debt		\$3,053

(1) Term Loan C was repaid in May 2010.

Proposed Leveraged Recapitalization and Share Repurchase Plan



- \$2.5 billion share repurchase plan announced May 25, 2010
- Modified “Dutch auction” tender offer
 - Price range of \$29.00 to \$31.00 per share
- Complete share repurchase in early to mid-August

Proposed Leveraged Recapitalization and Share Repurchase Plan (\$ millions)



Funding Considerations

- Amend and extend existing credit facilities
- Existing debt to be repriced at current market rates
- New debt to be comprised of high-yield notes and term loans
- Pro forma debt-to-EBITDA of ~3.5x ^(1,2)
- All-in effective rate of ~6.0% to 7.0% ⁽¹⁾

Preliminary Pro Forma Debt Outstanding ⁽¹⁾

Debt outstanding 3/31/10	\$3,053
New Senior Debt/Term Loans	3,400
Refinance existing Term Loan B	(793)
Term Loan C repaid May 2010	<u>(50)</u>
Preliminary pro forma debt	<u>\$5,610</u>

⁽¹⁾ For illustrative purposes only. Final terms, including pricing and debt composition, are subject to change.

⁽²⁾ Calculation assumes ~\$5.6 billion gross debt post recapitalization and \$1.6B full year 2010 EBITDA based on First Call estimates.

Financial Policy



Reduce Outstanding Debt

- Scheduled debt repayments
- Targeted leverage ratio: ~ 2.5x

Fund Organic Growth Initiatives

- New product development
- Technology enhancements

Maintain Current Dividend

- Annual cash dividends of \$0.20 per share

Maintain Financial Flexibility

- Fund strategic opportunities
- Consider additional share repurchases





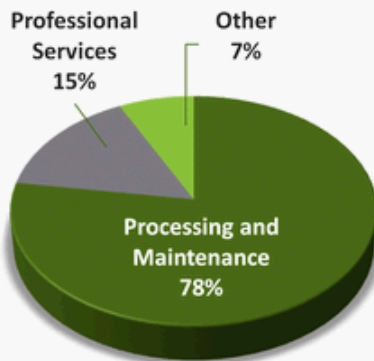
Appendix



Revenue Composition by Segment



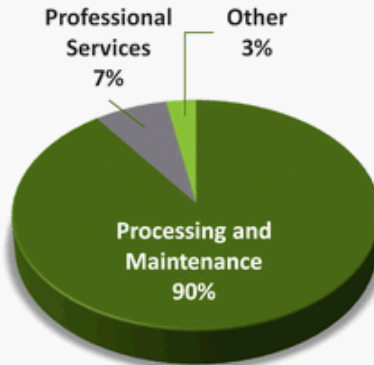
Financial Solutions



Revenue Model

- Number of accounts processed
- New account openings
- Software maintenance fees
- Project based fees
- License fees

Payment Solutions



Revenue Model

- Transaction fees
- Project based fees
- License fees

International Solutions



Revenue Model

- Number of accounts processed
- Software maintenance fees
- Transaction fees
- Project based fees
- License fees

GAAP TO NON-GAAP RECONCILIATION

Three Months Ended March 31, 2010

(In millions, except per share data)



	GAAP Three Months Ended March 31, 2010 (Unaudited)	M&A Restructuring And Integration Costs (1)	Acquisition Deferred Revenue Adjustments (2)	Subtotal	Purchase Price Amortization (3)	Non-GAAP Three Months Ended March 31, 2010 (Unaudited)
Processing and services revenue	\$ 1,249.6	\$ -	\$ 8.9	\$ 1,258.5	\$ -	\$ 1,258.5
Cost of revenues	907.2	-	-	907.2	(65.1)	842.1
Gross profit	342.4	-	8.9	351.3	65.1	416.4
Selling, general and administrative	158.6	(17.3)	-	141.3	-	141.3
Operating income	183.8	17.3	8.9	210.0	65.1	275.1
Other income (expense):						
Interest income	1.3	-	-	1.3	-	1.3
Interest expense	(29.6)	-	-	(29.6)	-	(29.6)
Other income (expense), net	(5.3)	3.0	-	(2.3)	-	(2.3)
Total other income (expense)	(33.6)	3.0	-	(30.6)	-	(30.6)
Earnings from continuing operations before income taxes	150.2	20.3	8.9	179.4	65.1	244.5
Provision for income taxes	55.6	7.5	3.3	66.4	24.1	90.5
Earnings from continuing operations	94.6	12.8	5.6	113.0	41.0	154.0
Loss from discontinued operations	(1.1)	-	-	(1.1)	-	(1.1)
Net earnings	93.5	12.8	5.6	111.9	41.0	152.9
Noncontrolling interest	0.1	-	-	0.1	-	0.1
Net earnings attributable to FIS	\$ 93.6	\$ 12.8	\$ 5.6	\$ 112.0	\$ 41.0	\$ 153.0
Amounts attributable to FIS common stockholders						
Net earnings from continuing operations, net of tax	\$ 94.7	\$ 12.8	\$ 5.6	\$ 113.1	\$ 41.0	\$ 154.1
Loss from discontinued operations, net of tax	(1.1)	-	-	(1.1)	-	(1.1)
Net earnings attributable to FIS common stockholders	\$ 93.6	\$ 12.8	\$ 5.6	\$ 112.0	\$ 41.0	\$ 153.0
Net earnings per share - diluted from continuing operations attributable to FIS common stockholders*	\$ 0.25	\$ 0.03	\$ 0.01	\$ 0.30	\$ 0.11	\$ 0.41
Weighted average shares outstanding - diluted	379.9	379.9	379.9	379.9	379.9	379.9

GAAP TO NON-GAAP RECONCILIATION

Three Months Ended March 31, 2009

(In millions, except per share data)



	GAAP Three Months Ended March 31, 2009 (Unaudited)	M&A Restructuring And Integration Costs (1)	Subtotal	Purchase Price Amortization (3)	Non-GAAP Three Months Ended March 31, 2009 (Unaudited)
Processing and services revenue	\$ 794.1	\$ -	\$ 794.1	\$ -	\$ 794.1
Cost of revenues	618.4	-	618.4	(30.1)	588.3
Gross profit	175.7	-	175.7	30.1	205.8
Selling, general and administrative	95.9	(7.3)	88.6	-	88.6
Operating income	79.8	7.3	87.1	30.1	117.2
Other income (expense):					
Interest income	0.8	-	0.8	-	0.8
Interest expense	(32.0)	-	(32.0)	-	(32.0)
Other income, net	1.2	-	1.2	-	1.2
Total other income (expense)	(30.0)	-	(30.0)	-	(30.0)
Earnings from continuing operations before income taxes	49.8	7.3	57.1	30.1	87.2
Provision for income taxes	17.1	2.5	19.6	10.4	30.0
Earnings from continuing operations	32.7	4.8	37.5	19.7	57.2
Earnings (loss) from discontinued operations	-	-	-	-	-
Net earnings	32.7	4.8	37.5	19.7	57.2
Noncontrolling interest	0.3	-	0.3	-	0.3
Net earnings attributable to FIS	\$ 33.0	\$ 4.8	\$ 37.8	\$ 19.7	\$ 57.5
Amounts attributable to FIS common stockholders					
Net earnings from continuing operations, net of tax	\$ 33.0	\$ 4.8	\$ 37.8	\$ 19.7	\$ 57.5
Earnings (loss) from discontinued operations, net of tax	-	-	-	-	-
Net earnings attributable to FIS common stockholders	\$ 33.0	\$ 4.8	\$ 37.8	\$ 19.7	\$ 57.5
Net earnings per share - diluted from continuing operations attributable to FIS common stockholders*	\$ 0.17	\$ 0.03	\$ 0.20	\$ 0.10	\$ 0.30
Weighted average shares outstanding - diluted	191.6	191.6	191.6	191.6	191.6

Notes to GAAP to Non-GAAP Reconciliation For the Three-Month Periods ended March 31, 2010 and 2009



Notes to Unaudited - Supplemental GAAP to Non-GAAP Reconciliation for the Three-Month Periods ended March 31, 2010 and 2009

The adjustments are as follows:

- (1) This column represents charges for restructuring and integration costs relating to merger and acquisition activities. For the three months ended March 31, 2010 and 2009, the amounts primarily represent incremental transaction costs incurred by the Company related to the acquisition of Metavante Technologies, Inc., completed on October 1, 2009.
- (2) This column represents the impact of the purchase accounting adjustment to reduce Metavante's deferred revenues to estimated fair value, determined as fulfillment cost plus a normal profit margin. The deferred revenue adjustment represents revenue that would have been recognized in the normal course of business by Metavante but was not recognized due to GAAP purchase accounting requirements.
- (3) This column represents purchase price amortization expense on intangibles assets acquired through various Company acquisitions.

SUPPLEMENTAL NON-GAAP FINANCIAL INFORMATION
Three Months Ended March 31, 2010
(In millions)



Three months ended March 31, 2010

	Financial Solutions	Payment Solutions	International Solutions	Corporate and Other	Consolidated
Revenue from continuing operations	\$ 443.5	\$ 618.8	\$ 195.0	\$ 1.2	\$ 1,258.5
Operating income (loss)	\$ 147.7	\$ 204.8	\$ 16.2	\$ (184.9)	\$ 183.8
M&A, restructuring and integration costs	-	-	-	17.3	17.3
Acquisition deferred revenue adjustments	-	-	-	8.9	8.9
Purchase price amortization	-	-	-	65.1	65.1
Non GAAP operating income (loss)	\$ 147.7	\$ 204.8	\$ 16.2	\$ (93.6)	\$ 275.1
Depreciation and amortization from continuing Operations, as adjusted	37.9	24.7	15.4	9.6	87.6
EBITDA, as adjusted	\$ 185.6	\$ 229.5	\$ 31.6	\$ (84.0)	\$ 362.7
Non GAAP operating margin, as adjusted	33.3%	33.1%	8.3%	N/M%	21.9%
EBITDA margin, as adjusted	41.8%	37.1%	16.2%	N/M%	28.8%

SUPPLEMENTAL NON-GAAP FINANCIAL INFORMATION
Three Months Ended March 31, 2009
(In millions)



	Three months ended March 31, 2009				
	Financial Solutions	Payment Solutions	International Solutions	Corporate and Other	Consolidated
Revenue from continuing operations	\$ 266.3	\$ 364.3	\$ 164.0	\$ (0.5)	\$ 794.1
Pro forma Metavante revenue and adjustments	163.6	248.5	5.7	-	417.8
Pro forma revenue from continuing operations	<u>\$ 429.9</u>	<u>\$ 612.8</u>	<u>\$ 169.7</u>	<u>\$ (0.5)</u>	<u>\$ 1,211.9</u>
Operating income (loss)	\$ 73.6	\$ 85.8	\$ 14.6	\$ (94.2)	\$ 79.8
Pro forma Metavante operating income and adjustments	51.6	91.8	2.4	(84.0)	61.8
Pro forma operating income (loss)	125.2	177.6	17.0	(178.2)	141.6
M&A, restructuring and integration costs	-	-	-	9.5	9.5
Purchase price amortization	-	-	-	68.5	68.5
Non GAAP operating income (loss)	<u>\$ 125.2</u>	<u>\$ 177.6</u>	<u>\$ 17.0</u>	<u>\$ (100.2)</u>	<u>\$ 219.6</u>
Depreciation and amortization from continuing Operations, as adjusted	37.7	29.0	13.1	8.9	88.7
EBITDA, as adjusted	<u>\$ 162.9</u>	<u>\$ 206.6</u>	<u>\$ 30.1</u>	<u>\$ (91.3)</u>	<u>\$ 308.3</u>
Non GAAP operating margin, as adjusted	<u>29.1%</u>	<u>29.0%</u>	<u>10.0%</u>	<u>N.M.%</u>	<u>18.1%</u>
EBITDA margin, as adjusted	<u>37.9%</u>	<u>33.7%</u>	<u>17.7%</u>	<u>N.M.%</u>	<u>25.4%</u>

SUPPLEMENTAL NON-GAAP FINANCIAL INFORMATION
 Twelve Months Ended December 31, 2009
 (In millions)



Twelve Months Ended December 31, 2009

	Financial Solutions	Payment Solutions	International Solutions	Corporate and Other	Consolidated
Revenue from continuing operations	\$ 1,260.0	\$ 1,741.9	\$ 782.7	\$ 0.2	\$ 3,784.8
Pro forma Metavante revenue and adjustments	506.6	743.8	16.7	-	1,267.1
Pro forma revenue from continuing operations	<u>\$ 1,766.6</u>	<u>\$ 2,485.7</u>	<u>\$ 799.4</u>	<u>\$ 0.2</u>	<u>\$ 5,051.9</u>
Operating income	\$ 417.7	\$ 475.6	\$ 114.2	\$ (729.6)	\$ 277.9
Pro forma Metavante operating income and adjustments	166.7	288.2	5.9	(246.5)	214.3
Pro forma operating income	584.4	763.8	120.1	(976.1)	492.2
M&A, restructuring and integration costs	-	-	-	153.5	153.5
Acquisition deferred revenue adjustments	-	-	-	15.3	15.3
Impairment charges	-	-	-	136.9	136.9
Purchase price amortization	-	-	-	268.6	268.6
Non GAAP operating income	<u>\$ 584.4</u>	<u>\$ 763.8</u>	<u>\$ 120.1</u>	<u>\$ (401.8)</u>	<u>\$ 1,066.5</u>
Depreciation and amortization from continuing Operations, as adjusted	154.1	110.8	59.1	37.8	361.8
EBITDA, as adjusted	<u>\$ 738.5</u>	<u>\$ 874.6</u>	<u>\$ 179.2</u>	<u>\$ (364.0)</u>	<u>\$ 1,428.3</u>
Non GAAP operating margin, as adjusted	<u>33.1%</u>	<u>30.7%</u>	<u>15.0%</u>	<u>NM%</u>	<u>21.1%</u>
EBITDA margin, as adjusted	<u>41.8%</u>	<u>35.2%</u>	<u>22.4%</u>	<u>NM%</u>	<u>28.3%</u>

RECONCILIATION OF CASH FLOW MEASURES
Three Months Ended March 31, 2010
(In millions)



	Three months ended March 31, 2010		
	GAAP	Adj	Adjusted
Cash flows from operating activities:			
Net earnings (1)	\$ 93.5	\$ 59.5	\$ 153.0
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Non-cash adjustments (2)	165.8	(45.4)	120.4
Working capital adjustments (3)	12.3	13.8	26.1
Net cash provided by operating activities	271.6	27.9	299.5
Capital expenditures	(58.2)	-	(58.2)
Free cash flow	\$ 213.4	\$ 27.9	\$ 241.3

(1) Adjustments to Net Earnings reflect the elimination of the after-tax impact of M&A and related integration costs as well as non-cash impairment, stock acceleration charges and purchase price amortization.

(2) Adjustments to Non Cash Adjustments reflects the after-tax impact of stock acceleration charges and purchase price amortization.

(3) Adjustments to working capital reflect elimination of settlement of various acquisition related liabilities and for the 2009 period, the elimination of accruals related to the acquisition of Metavante.

Cash flows generated by Metavante Operations are included prospectively beginning October 1, 2009 in the consolidated cash flows for FIS.



FIS