FORM 5	
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Check box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).
_Form 3 Holdings Reported
Form 4 Transactions Reported

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response. . . 1.0

OMB APPROVAL

			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
1. Name and Address of Reporting Person Kennedy, Lee (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol Certegy Inc. CEY	4. Statement for Month/Year December 31, 2002	X Director 10% Owner X Officer (give title below) Other (specify below) Chairman, President and Chief Executive Officer
11720 Amber Park Drive, Suite 600 (Street) Alpharetta, Georgia 30004 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Year) /	7. Individual or Joint/Group Reporting (check applicable line) X 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) 2/12/2002	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Ac or Disposed (Instr. 3, 4, ar Amount 80,000	of (D)	Price	5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4) 191,290	6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4) D	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock							258	I	By children
Common Stock							33,886.40	I	By 401(K) Plan
Total:							225,434.40		

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																										
														3A.				5. Number of E Securities Acqu Disposed of (D (Instr. 3, 4 and 2	iired (A) or)	6. Date Exercisabl Expiration Date (Month/Day/Year)	e and	7. Title and Underlying (Instr. 3 and	Securities		9. Number of		
1. Title of Derivative Security (Instr. 3) Stock	2. Conver sion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/Year)	Deemed Execution Date, if any (Month/ Day/Year)	4. Transaction Code (Instr. 8)	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative Security	Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10.Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)													
Option (right to buy)	\$34.96	2/12/2002		A	210,090		(1)	2/12/2012	Common Stock	210,090		210,090	D														

Explanation of Responses:

67,590 options vested on the date of grant, with the remaining 142,500 shares vesting in three equal installments on each of the first, second and third anniversaries of the date of grant.

*Lee A. Kennedy

January 20, 2003

** Signature of Reporting Person*By: /s/ Marcia R. Glick, as attorney-in-fact

** 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 provided is insufficient, *see* Instruction 6 for procedure.

http://www.sec.gov/divisions/corpfin/forms/form5.htm Last update: 09/03/2002 Date