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

| | 0.000 | | the investment company Act of 18 | 0 +0 | | | | |
|--|--|--------------------|---|-------------------------------------|--|---|---|--|
| 1. Name and Address of Reporting Person [*] Bolton James R | 2. Date of Event Requiring Stater (Month/Day/Yea 11/01/2007 | ment | 3. Issuer Name and Ticker or Trading Symbol <u>Metavante Technologies, Inc.</u> [MV] | | | | | |
| (Last) (First) (Middle) 4900 WEST BROWN DEER ROAD | 11/01/2007 | | 4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title | 10% Owne Other (spe | r (Mor 11/0 | 5. If Amendment, Date of Original Filed (Month/Day/Year) 11/05/2007 | | |
| (Street) MILWAUKEE WI 53223 (City) (State) (Zip) | | Senior Executive | below) e V.P. | Appl | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | | Nature of Indirect Beneficial Ownership Istr. 5) | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securit Underlying Derivative Security | | 4. Conversion or Exercise Price of | 5. Ownership Form: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Direct (D) or Indirect (I) (Instr. 5) | | |
| Employee Stock Option (right to buy) | (2) | 10/10/2017 | Common Stock | 44,097(1) | 25.51 ⁽¹⁾ | D | | |

Explanation of Responses:

1. In connection with the merger of one of the issuer's subsidiaries into Marshall & Ilsley Corporation ("Old Marshall & Ilsley") to effect the formation of a holding company (the "Holding Company Merger"), the separation of Old Marshall & Ilsley from Metavante Corporation and related transactions, the Reporting Person's outstanding Old Marshall & Ilsley stock option was converted into an option to acquire Metavante Technologies, Inc. ("Metavante") common stock. The number of stock options held by the Reporting Person, and their exercise price, were adjusted pursuant to the Employee Matters Agreement, dated April 3, 2007, as amended, that was executed in connection with the separation transaction. The adjustment was implemented in a manner that preserved the intrinsic value of each option on the closing date.

2. The option vests in three equal annual installments beginning October 10, 2008.

Remarks:

The purpose of this amendment is to update the number of stock options held by the Reporting Person, and their exercise price, based on the actual adjustment ratios. The amounts set forth in the previous Form 3 were estimates, since pursuant to the Employee Matters Agreement the number of stock options, and their exercise price, were not determinable until the close of trading on the New York Stock Exchange on November 15, 2007.

| <u>/s/ Stacey Bruckner, as</u> | |
|--------------------------------|--|
| Attorney-in-Fact | |

11/19/2007

** 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.