SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D (Amendment No. 3)

Under the Securities Exchange Act of 1934*

METAVANTE TECHNOLOGIES, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE

(Title of Class of Securities)

591407101

(CUSIP Number)

SCOTT A. ARENARE, ESQ. WARBURG PINCUS LLC 466 LEXINGTON AVENUE NEW YORK, NY 10017 (212) 878-0600

(Name, Address and Telephone Number of Person Authorized to Receive Notices of Communication)

Copy to:

ANDREW R. BROWNSTEIN, ESQ. IGOR KIRMAN, ESQ. WACHTELL, LIPTON, ROSEN & KATZ 51 WEST 52ND STREET NEW YORK, NY 10019 (212) 403-1000

December 15, 2008

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d -1(e), 240.13d -1(f) or 240.13d -1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d -7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP	TAT	501	407]	חח
LISTE	INO.	791	4111/	

(Page 2 of 14)

1	NAME OF REPORTING PERSONS WPM, L.P.						
	S.S. OR I.R.S 68-0659794	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS 68-0659794					
2	СНЕСК ТН	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	×		
3	SEC USE ON	NLY					
4	SOURCE OF	FUND	os				
5	CHECK BOX TO ITEM 2		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT (e)				
6	CITIZENSH Delaware	IP OR	PLACE OF ORGANIZATION				
	NUMBER OF SHARES		SOLE VOTING POWER 0				
	BENEFICIALLY OWNED BY		SHARED VOTING POWER 29,779,553				
RE	EACH EPORTING	9	SOLE DISPOSITIVE POWER 0				
PEF	RSON WITH	10	SHARED DISPOSITIVE POWER 29,779,553				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 24.9%						
14	TYPE OF RI	EPORT	TING PERSON				

ct	JSIP	Nο	591	4071	101
•		TIU.	J/1	** V / J	LVI

(Page 3 of 14)

1	NAME OF REPORTING PERSONS						
	WPM GP, LLC						
	S.S. OR I.R.S 83-0497418	S. IDEN	TIFICATION NOS. OF ABOVE PERSONS				
2		F A DDI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a)			
_	CHECK III	LAIII	ROTRIATE BOX IF A MEMBER OF A GROUT	(a) (b)	\boxtimes		
3	SEC USE ON	NLY					
4	SOURCE OF	FUND	OS .				
	N/A						
5	СНЕСК ВО	X IF DI	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT				
	TO ITEM 2	(d) or 2	e(e)				
6	CITIZENSH	IP OR	PLACE OF ORGANIZATION				
	Delaware		T				
	JMBER OF SHARES	7	SOLE VOTING POWER				
			0				
	EFICIALLY WNED BY	8	SHARED VOTING POWER 29,779,553				
RI	EACH PORTING	9	SOLE DISPOSITIVE POWER				
DEI	RSON WITH	10	SHARED DISPOSITIVE POWER				
ILI	COON WITH	10	29,779,553				
11	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	29,779,553						
12	СНЕСК ВО	X IF TI	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES				
	CERTAIN S	HARES	S				
13		F CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)				
	24.9%						
14		EPORT	TING PERSON				
	СО						

1	NAME OF REPORTING PERSONS						
	Warburg Pincus Private Equity IX, L.P.						
	S.S. OR I.R.S	. IDEN	TIFICATION NOS. OF ABOVE PERSONS				
	20-2975990						
2	СНЕСК ТНІ	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	\boxtimes		
3	SEC USE ON	ILY					
4	SOURCE OF	FUND	os				
	N/A						
5	СНЕСК ВОЗ	K IF DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT				
	TO ITEM 2	(d) or 2	(e)				
6		IP OR	PLACE OF ORGANIZATION				
	Delaware						
	NUMBER OF 7 SOLE VOTING POWER						
	SHARES		0				
	EFICIALLY WNED BY	8	SHARED VOTING POWER				
ľ			29,779,553				
RF	EACH PORTING	9	SOLE DISPOSITIVE POWER				
			*				
PER	RSON WITH	10	SHARED DISPOSITIVE POWER 29,779,553				
11	ACCRECAT	E ANG					
''	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553						
12							
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)				
	24.9%						
14	TYPE OF RE	EPORT	ING PERSON				
	PN						

1	NAME OF REPORTING PERSONS							
	Warburg Pincus IX LLC							
		S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS						
	20-2975945							
2	СНЕСК ТН	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	\boxtimes			
3	SEC USE ON	NLY						
4	SOURCE OF	FUNI	os					
	N/A							
5	СНЕСК ВО	X IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT					
	TO ITEM 2	(d) or 2	e(e)					
6	CITIZENSH	IP OR	PLACE OF ORGANIZATION					
	New York		<u></u>					
1	MBER OF	7	SOLE VOTING POWER					
'	SHARES		0					
	EFICIALLY	8	SHARED VOTING POWER					
0	WNED BY		29,779,553					
	EACH	9	SOLE DISPOSITIVE POWER					
K	PORTING		0					
PEF	RSON WITH	10	SHARED DISPOSITIVE POWER					
			29,779,553					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	29,779,553							
12			HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES			_		
	CERTAIN S	HARE	S					
13		F CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)					
	24.9%							
14	l	EPORT	TING PERSON					
	со							

CUSIP No.	591407101
-----------	-----------

(Page 6 of 14)

1	NAME OF REPORTING PERSONS Warburg Pincus Partners, LLC							
	_	-						
	S.S. OR I.R.S 13-4069737	. IDEN	TIFICATION NOS. OF ABOVE PERSONS					
2		E APPE	ROPRIATE BOX IF A MEMBER OF A GROUP	(a)	$\overline{}$			
آ			COLUMN DON II IN MEMBER OF IT OROCI	(b)	×			
3	SEC USE ON	ILY						
4	SOURCE OF	FUND	os					
	N/A							
5			SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT			_		
	TO ITEM 2							
6		IP OR	PLACE OF ORGANIZATION					
	New York	Ι.	T					
	MBER OF SHARES	7	SOLE VOTING POWER					
	EFICIALLY WNED BY	8	SHARED VOTING POWER 29.779.553					
	EACH	9	SOLE DISPOSITIVE POWER					
RE	PORTING	1	0					
PEF	RSON WITH	10	SHARED DISPOSITIVE POWER					
			29,779,553					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553							
12	СНЕСК ВО	X IF TI	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES					
	CERTAIN SHARES							
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	24.9%							
14		EPORT	TING PERSON					
	со							

CUSIP	No.	5914	107101

(Page 7 of 14)

1	NAME OF REPORTING PERSONS Warburg Pincus & Co.						
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS						
	13-6358475						
2	СНЕСК ТНІ	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	×		
3	SEC USE ON	ILY					
4	SOURCE OF N/A	FUND	os				
5	CHECK BOY TO ITEM 2		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT (e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York						
	MBER OF SHARES	7	SOLE VOTING POWER 0				
	EFICIALLY WNED BY	8	SHARED VOTING POWER 29,779,553				
RE	EACH PORTING	9	SOLE DISPOSITIVE POWER 0				
PER	RSON WITH	10	SHARED DISPOSITIVE POWER 29,779,553				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 24.9%						
14	TYPE OF REPORTING PERSON PN						

1	NAME OF REPORTING PERSONS							
	Warburg Pincus LLC							
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS							
<u> </u>	13-3536050	C A DDI	CORDIATE BOY IF A MEMBER OF A CROUP	(-)	_			
2	CHECK IHI	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)	\times			
_								
3	SEC USE ON							
4	SOURCE OF	FUND	os .					
	N/A							
5	1		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT			_		
<u> </u>	TO ITEM 2							
6		IP OR	PLACE OF ORGANIZATION					
	New York							
	MBER OF	7	SOLE VOTING POWER					
'	SHARES		0					
	EFICIALLY	8	SHARED VOTING POWER					
0	WNED BY		29,779,553					
	EACH	9	SOLE DISPOSITIVE POWER					
RE	PORTING		0					
PEF	RSON WITH	10	SHARED DISPOSITIVE POWER					
			29,779,553					
11	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	29,779,553							
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES							
	CERTAIN S	HARES	S					
13	PERCENT C	F CLA	SS REPRESENTED BY AMOUNT IN ROW (11)					
	24.9%	_			_			
14	TYPE OF RI	EPORT	ING PERSON					
	00							

CTICI	IP No.	501	407101
L.U.O.	IF NO.	.77	40/101

(Page 9 of 14)

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP 4 SOURCE OF FUNDS N/A 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America NUMBER OF SHARES BENEFICIALLY OWNED BY OWNED BY EACH REPORTING PERSON WITH 10 SHARED DISPOSITIVE POWER						
3 SEC USE ONLY 4 SOURCE OF FUNDS N/A 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America NUMBER OF SHARES 0 BENEFICIALLY OWNED BY EACH REPORTING 9 SOLE DISPOSITIVE POWER 0						
4 SOURCE OF FUNDS N/A 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America NUMBER OF SHARES 7 SOLE VOTING POWER 0 BENEFICIALLY 8 SHARED VOTING POWER 29,779,553 EACH POWNED BY 29,779,553 EACH PORTING 9 SOLE DISPOSITIVE POWER 0						
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America NUMBER OF SHARES 7 SOLE VOTING POWER 0 BENEFICIALLY 8 SHARED VOTING POWER 29,779,553 EACH REPORTING 9 SOLE DISPOSITIVE POWER 0						
TO ITEM 2(d) or 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States of America NUMBER OF SHARES 7 SOLE VOTING POWER 0 BENEFICIALLY OWNED BY EACH REPORTING 9 SOLE DISPOSITIVE POWER 0						
United States of America						
SHARES 0 BENEFICIALLY 8 SHARED VOTING POWER 29,779,553 EACH REPORTING 9 SOLE DISPOSITIVE POWER 0						
OWNED BY EACH REPORTING 29,779,553 9 SOLE DISPOSITIVE POWER 0						
REPORTING 0						
PERSON WITH 10 SHARED DISPOSITIVE POWER						
PERSON WITH 10 SHARED DISPOSITIVE POWER 29,779,553						
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553						
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES						
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 24.9%						
14 TYPE OF REPORTING PERSON IN						

CUSIP No. 591407101					
	CTICID	TAT	501	14071	α
	CINIP	- No	741	14411/	

(Page 10 of 14)

1	NAME OF REPORTING PERSONS Joseph P. Landy					
	S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) (b)					
3	SEC USE ON	LY				
4	SOURCE OF FUNDS N/A					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America					
	NUMBER OF SHARES 7 SOLE VOTING POWER 0					
	OWNED BY 8 SHARED VOTING POWER 29,779,553					
RE	EACH PREPORTING SOLE DISPOSITIVE POWER 0					
PEF	PERSON WITH 10 SHARED DISPOSITIVE POWER 29,779,553					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 29,779,553					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 24.9%					
14	TYPE OF REPORTING PERSON IN					

This Amendment No. 3 to Schedule 13D (this "Amendment") amends and supplements the Schedule 13D filed with the United States Securities and Exchange Commission on November 8, 2007, as previously amended (the "Schedule 13D"), and is being filed on behalf of WPM, L.P., a Delaware limited partnership ("WPM"), WPM GP, LLC, a Delaware limited liability company and the sole general partner of WPM ("WPM GP"), Warburg Pincus Private Equity IX, L.P., a Delaware limited partnership and the sole member of WPM GP ("WP IX"), Warburg Pincus IX LLC, a New York limited liability company and the sole general partner of WP IX ("WP IX LLC"), Warburg Pincus Partners, LLC, a New York limited liability company and the sole member of WP IX LLC ("WP Partners"), Warburg Pincus & Co., a New York general partnership and the managing member of WP Partners ("WP"), Warburg Pincus LLC, a New York limited liability company that manages WP IX ("WP LLC"), and Messrs. Charles R. Kaye and Joseph P. Landy, each a Managing General Partner of WP and Managing Member and Co-President of WP LLC (each of the foregoing, a "Reporting Person," and collectively, the "Reporting Persons"). This Amendment relates to the common stock, par value \$0.01 per share, of Metavante Technologies, Inc. (the "Common Stock"), a Wisconsin corporation ("Metavante Technologies").

The Reporting Persons are filing this Amendment because WPM has purchased shares of the Common Stock of Metavante Technologies in connection with WPM's purchase rights under an Amended and Restated Stock Purchase Right Agreement, dated as of August 21, 2008 (the "Amended and Restated Stock Purchase Right Agreement"), which was included as Exhibit 5 to Amendment No. 2 to Schedule 13D filed with the United States Securities and Exchange Commission on September 16, 2008 ("Amendment No. 2") and is incorporated herein by reference. Unless set forth below, all previous Items are unchanged, and capitalized terms used herein which are not defined herein have the meanings given to such terms in the Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration

Item 3 is hereby amended by inserting the following at the end thereof:

On December 15, 2008, pursuant to its rights under the Amended and Restated Stock Purchase Right Agreement, WPM purchased 2,620 shares of Common Stock for an aggregate purchase price of \$26.20. WPM obtained its funds from a capital contribution from limited partners in WP IX.

Item 5. Interest in Securities of the Issuer

Items 5(a), 5(b) and 5(c) are hereby amended by replacing them in their entirety with the following:

(a) As of December 15, 2008, WPM is the direct beneficial owner of 29,779,553 shares of Common Stock (over which it exercises both voting and investment power), representing approximately 24.9% of the outstanding shares of Common Stock (based on Metavante Technologies having 119,674,602 shares of Common Stock outstanding as of November 6, 2008, as disclosed by Metavante Technologies in its last quarterly report on Form 10-Q filed on November 12, 2008). Due to their respective relationships with WPM and each other, each of the Reporting Persons may be deemed to beneficially own, in the aggregate, 29,779,553 shares of Common Stock. Each of WPM GP, WP IX, WP IX LLC, WP Partners, WP, WP LLC, Messrs. Kaye and Landy and the individuals listed on Schedule I to the Schedule 13D disclaims beneficial ownership of the shares of Common Stock in which WPM has beneficial ownership, except to the extent of any indirect pecuniary interest therein. Except as described in this Item 5(a), no person listed in Item 2 of the Schedule 13D is a beneficial owner of the Common Stock in which WPM has beneficial ownership.

- (b) See Item 5(a) above.
- (c) On December 15, 2008, WPM exercised its purchase right under the Amended and Restated Stock Purchase Right Agreement to acquire 2,620 shares of Common Stock for an average price of \$.01 per share of Common Stock.

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated December 16, 2008

WPM, L.P.

By: WPM GP, LLC, its general partner

By: <u>/s/ Scott A. Arenare</u>

Name: Scott A. Arenare

Title: Managing Director and Secretary

WPM GP, LLC

By: /s/ Scott A. Arenare

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 general partner

.

By: Warburg Pincus & Co., its managing member

By: /s/ Scott A. Arenare

Name: Scott A. Arenare

Title: Partner

WARBURG PINCUS IX, LLC

By: Warburg Pincus Partners, LLC, its general

partner

By: Warburg Pincus & Co., its managing member

By: /s/ Scott A. Arenare

Name: Scott A. Arenare

Title: Partner

WARBURG PINCUS & CO.

By: <u>/s/ Scott A. Arenare</u>

Name: Scott A. Arenare

Title: Partner

WARBURG PINCUS PARTNERS, LLC

By: Warburg Pincus & Co., its managing member

By: /s/ Scott A. Arenare

Name: Scott A. Arenare

Title: Partner

WARBURG PINCUS LLC

By: /s/ Scott A. Arenare

Name: Scott A. Arenare Title: Managing Director

CHARLES R. KAYE

By: /s/ Scott A. Arenare

Scott A. Arenare, Attorney-in-fact*

JOSEPH P. LANDY

By: /s/ Scott A. Arenare

Scott A. Arenare, Attorney-in-fact**

^{*} 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.