

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): April 4, 2002

CERTEGY INC.

(Exact name of Registrant as Specified in its Charter)

Georgia

001-16427

58-2606325

(State or other Jurisdiction of Incorporation or
Organization)

(Commission File
Number)

(IRS Employer Identification No.)

11720 Amber Park Drive
Alpharetta, Georgia

30004

(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code: (678) 867-8000

Not Applicable

(Former name or former address, if changed since last report)

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ITEM 4. CHANGES IN REGISTRANT’S CERTIFYING ACCOUNTANT.

The Audit Committee of the Board of Directors of Certegy Inc. annually considers and recommends to the Board the selection of Certegy’s independent accountant. As recommended by Certegy’s Audit Committee, Certegy’s Board of Directors on April 4, 2002 decided to no longer engage Arthur Andersen LLP (“Andersen”) as Certegy’s independent accountant and appointed Ernst & Young LLP to serve as Certegy’s independent accountant for its fiscal year ending December 31, 2002.

Andersen’s report on Certegy’s consolidated financial statements as of and for the fiscal years ended December 31, 2001 and 2000 did not contain any adverse opinion or disclaimer of opinion, nor was it qualified or modified as to uncertainty, audit scope, or accounting principles.

During the fiscal years 2000 and 2001, and subsequently through April 4, 2002, there were no disagreements with Andersen on any matter of accounting principles or practices, financial statement disclosures, or auditing scope or procedure which disagreements, if not resolved to Andersen’s satisfaction, would have caused Andersen to make reference to the subject matter in connection with its reports on Certegy’s consolidated financial statements for those periods.

None of the reportable events described under Item 304(a)(1)(v) of Regulation S-K occurred during the fiscal years 2000 and 2001, or subsequently through April 4, 2002.

Certegy provided Andersen with a copy of the foregoing disclosures, and a letter from Andersen confirming its agreement with those disclosures is attached as Exhibit 16.1 to this report.

During the fiscal years 2000 and 2001, and subsequently through April 4, 2002, Certegy did not consult with Ernst & Young LLP with respect to any of the matters or events set forth in Items 304(a)(2)(i) and (ii) of Regulation S-K.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits.

Exhibit No.	Description
16.1	Letter from Arthur Andersen LLP to the Securities and Exchange Commission regarding change in certifying accountant.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CERTEGY INC.

By: /s/ Michael T. Vollkommer

Date: April 5, 2002

Michael T. Vollkommer
Corporate Vice President
and Chief Financial Officer

EXHIBIT INDEX

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Office of the Chief Accountant
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

April 4, 2002

Dear Sir/Madam:

We have read Item 4 included in the Form 8-K dated April 4, 2002 of Certegy Inc. to be filed with the Securities and Exchange Commission and agree with the statements contained in Item 4.

Very truly yours,

/s/Arthur Andersen LLP

Copy to: Mr. Michael T. Vollkommer
Corporate Vice President
and Chief Financial Officer
Certegy Inc.