

TOTAL SYSTEM SERVICES INC
 Form 4
 January 17, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 TYE KENNETH L

2. Issuer Name and Ticker or Trading Symbol
 TOTAL SYSTEM SERVICES INC [TSS]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 P.O. BOX 120
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/15/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. EVP and CIO

COLUMBUS, GA 31902
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option	\$ 23.9	01/15/2008	A ⁽¹⁾		9,764		01/15/2008 ⁽²⁾	02/08/2009	Common Stock	9,764
Stock Option	\$ 18.87	01/15/2008	A ⁽¹⁾		10,054		01/15/2008 ⁽²⁾	01/19/2010	Common Stock	10,054
Stock Option	\$ 27.62	01/15/2008	A ⁽¹⁾		14,616		01/15/2008 ⁽²⁾	01/16/2011	Common Stock	14,616
Stock Option	\$ 30.28	01/15/2008	A ⁽¹⁾		382,921		05/10/2008	05/09/2011	Common Stock	382,921
Stock Option	\$ 27.68	01/15/2008	A ⁽¹⁾		12,463		01/15/2008 ⁽²⁾	04/28/2012	Common Stock	12,463
Stock Option	\$ 26.85	01/15/2008	A ⁽¹⁾		22,487		01/15/2008 ⁽²⁾	01/20/2014	Common Stock	22,487
Stock Option	\$ 28.02	01/15/2008	A ⁽¹⁾		11,845		01/21/2008	01/20/2015	Common Stock	11,845
Stock Option	\$ 28.9	01/15/2008	A ⁽¹⁾		36,617		01/15/2008 ⁽³⁾	01/30/2016	Common Stock	36,617
Stock Option	\$ 33.35	01/15/2008	A ⁽¹⁾		12,647		01/31/2008 ⁽⁴⁾	01/31/2017	Common Stock	12,647

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TYE KENNETH L P.O. BOX 120 COLUMBUS, GA 31902			Sr. EVP and CIO	

Signatures

/s/ Kenneth L. Tye by Garilou Page as
Attorney-in-Fact

01/17/2008

__Signature of Reporting Person

Date

Explanation of Responses:

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

(1) These stock options were issued in replacement of options to purchase common shares in Synovus Financial Corp. ("Synovus") in connection with the spin-off by Synovus of the Issuer's shares. The number and exercise price of the replacement options were determined in accordance with the Employee Matters Agreement entered into in connection with the spin-off, under which the exercise

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price and exchange ratio became fixed on January 15, 2008. The formula was designed to preserve the economic value of the cancelled options.

- (2) This option fully vested prior to the replacement date, January 15, 2008.
- (3) The predecessor option was scheduled to vest annually in 33% increments beginning on January 31, 2007. The vesting schedule has not been altered.
- (4) Options vest annually in 33% increments beginning on January 31, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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