

Fidelity National Information Services, Inc.
Form 424B5
October 13, 2015
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**Filed Pursuant to Rule 424(b)(5)
Registration No. 333-187047**

The information in this preliminary prospectus supplement is not complete and may be changed. We are not using this preliminary prospectus supplement and the accompanying prospectus to offer to sell these securities or to solicit offers to buy these securities in any place where the offer or sale is not permitted.

Subject to Completion, dated October 13, 2015

Prospectus Supplement

(To Prospectus dated March 5, 2013)

Fidelity National Information Services, Inc.

\$ % Senior Notes due 20
\$ % Senior Notes due 20
\$ % Senior Notes due 20
\$ % Senior Notes due 20

We are offering \$ aggregate principal amount of % senior notes due 20 (the 20 Notes), \$ aggregate principal amount of % senior notes due 20 (the 20 Notes), \$ aggregate principal amount of % senior notes due 20 (the 20 Notes) and \$ aggregate principal amount of % senior notes due 20 (the 20 Notes and collectively with the 20 Notes, the 20 Notes and the 20 Notes, the Senior Notes). The 20 Notes will mature on , 20 , the 20 Notes will mature on , 20 , the 20 Notes will mature on , 20 and the 20 Notes will mature on , 20 . We will pay interest semi-annually in arrears on the Senior Notes on and of each year, beginning on , 2016. The Senior Notes will be our unsecured senior obligations and will rank equally with all our other unsecured senior indebtedness at any time outstanding.

On August 12, 2015, we, certain of our wholly-owned subsidiaries, SunGard, a Delaware corporation (SunGard), and SunGard Capital Corp. II, a Delaware corporation (SCCII), entered into a merger agreement (the Merger Agreement), pursuant to which, through a series of mergers (the Mergers) on the terms and conditions set forth in the Merger Agreement, we will acquire SunGard and its subsidiaries. If we do not consummate the Mergers on or prior to June 30, 2016, or if, prior to such date, we notify the trustee in writing that the Merger Agreement is terminated, each series of the Senior Notes (other than the 20 Notes) will be required to be redeemed in whole and not in part at a special mandatory redemption price equal to 101% of the aggregate principal amount of such series of the Senior Notes being redeemed, plus accrued and unpaid interest, if any, to, but excluding, the special mandatory redemption date. The 20 Notes will not be subject to the special mandatory redemption and will remain outstanding even if the Mergers are not consummated. See Description of the Senior Notes Special Mandatory Redemption.

Upon the occurrence of a Change of Control Triggering Event (as defined herein), we will also be required to make an offer to purchase the Senior Notes at a price equal to 101% of their aggregate principal amount, plus accrued and unpaid interest, if any, to, but excluding, the date of purchase. We may also redeem the Senior Notes in whole or in part at any time at the applicable redemption prices described in this prospectus supplement under the heading Description of the Senior Notes Optional Redemption.

The Senior Notes constitute new issues of securities for which there are no established trading markets. We do not plan to apply to list the Senior Notes on any securities exchange. Currently, there is no public market for the Senior Notes.

Investing in the Senior Notes involves risk. See Risk Factors beginning on page S-18 of this prospectus supplement and the risk factors set forth in our Annual Report on Form 10-K for the year ended December 31, 2014, which are incorporated by reference in this prospectus supplement and the accompanying prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined that this prospectus supplement or the accompanying prospectus is accurate or complete. Any representation to the contrary is a criminal offense.

	Price to Public	Underwriting Discount	Proceeds to Us (Before Expenses)
Per 20 Note	%	%	%
Total for 20 Notes	\$	\$	\$
Per 20 Note	%	%	%
Total for 20 Notes	\$	\$	\$
Per 20 Note	%	%	%
Total for 20 Notes	\$	\$	\$
Per 20 Note	%	%	%
Total for 20 Notes	\$	\$	\$
Total	\$	\$	\$

(1) Plus accrued interest, if any, from , 2015, if settlement occurs after that date.
The underwriters expect to deliver the Senior Notes on or about , 2015 through the facilities of The Depository Trust Company for the accounts of its participants, including Clearstream Banking société anonyme and

Euroclear Bank, S.A./N.V., as operator of the Euroclear system.

Joint Book-Running Managers

**BofA Merrill Lynch
Barclays
J.P. Morgan**

**Credit Agricole CIB
Citigroup
MUFG
October , 2015**

**Wells Fargo Securities
HSBC
US Bancorp**

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You should rely only on the information contained or incorporated by reference in this prospectus supplement, the accompanying prospectus and any free writing prospectus that we have authorized for use in connection with this offering. We have not, and the underwriters have not, authorized anyone else to provide you with additional or different information. If anyone provides you with different or inconsistent information, you should not rely on it. We are not, and the underwriters are not, making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should assume that the information provided by this prospectus supplement, the accompanying prospectus, the documents incorporated by reference and any free writing prospectus that we have authorized for use in connection with this offering is accurate only as of the date on the front cover of the respective documents. Our business, financial condition, results of operations and prospects may have changed since those dates. You should also read and consider the information in the documents we have referred you to in the section of this prospectus supplement entitled *Where You Can Find More Information*.

The distribution of this prospectus supplement and the accompanying prospectus and the offering or sale of the Senior Notes in some jurisdictions may be restricted by law. Persons outside of the United States who come into possession of this prospectus supplement and the accompanying prospectus are required by us and the underwriters to inform themselves about and to observe any applicable restrictions. This prospectus supplement and the accompanying prospectus may not be used for or in connection with an offer or solicitation by any person in any jurisdiction in which that offer or solicitation is not authorized or to any person to whom it is unlawful to make that offer or solicitation. See *Underwriting (Conflicts of Interest)* in this prospectus supplement.

ABOUT THIS PROSPECTUS SUPPLEMENT

The terms *FIS*, *we*, *us*, and *our* refer to Fidelity National Information Services, Inc. and its subsidiaries (but for the avoidance of doubt not giving effect to the Transactions (as defined herein) unless expressly stated), except with respect to the terms of the Senior Notes, including on the cover page, *The Offering* and *Description of the Senior Notes*, for which such terms refer to Fidelity National Information Services, Inc. only.

This prospectus supplement relates to a prospectus which is part of a registration statement that we have filed with the Securities and Exchange Commission (the *SEC*) using a *shelf* registration process. Under this shelf registration process, we may sell the securities described in the accompanying prospectus from time to time. The accompanying prospectus provides you with a general description of the securities we may offer. This prospectus supplement contains specific information about the terms of this offering. This prospectus supplement may add, update or change information contained in the accompanying prospectus. Please carefully read this prospectus supplement, the accompanying prospectus and any free writing prospectus that we have authorized for use in connection with this offering in addition to the information described in the section of this prospectus supplement entitled *Where You Can Find More Information*.

The registration statement that contains the accompanying prospectus (including the exhibits filed with and incorporated by reference in the registration statement) contains additional information about us and the Senior Notes offered under this prospectus supplement. That registration statement can be read at the *SEC*'s website or at the *SEC*'s Public Reference Room mentioned under the section of this prospectus supplement entitled *Where you can find more information*.

FORWARD-LOOKING STATEMENTS

The statements contained or incorporated by reference in this prospectus supplement, the accompanying prospectus and any free writing prospectus that we have authorized for use in connection with this offering that are not purely historical are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as

amended (the Securities Act), and Section 21E of the Securities Exchange Act of 1934, as amended (the Exchange Act), including statements regarding our expectations, hopes, intentions, or strategies regarding

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the future. These statements relate to, among other things, our future financial and operating results. In many cases, you can identify forward-looking statements by terminology such as may, will, should, expect, plan, anticipate, believe, estimate, predict, potential, or continue, or the negative of these terms and other comparable terminology.

Actual results, performance or achievement could differ materially from those contained in these forward-looking statements. The risks and uncertainties that forward-looking statements are subject to include, without limitation:

the occurrence of any event, change or other circumstances that could give rise to modifications of or the termination of the Merger Agreement;

the inability to complete the Mergers due to the failure to obtain stockholder approvals or governmental or regulatory clearances or the failure to satisfy other conditions to the closing of the Mergers;

the failure of the Mergers to be completed for any other reason;

the risk that required governmental and regulatory approvals may delay the completion of the Mergers or result in the imposition of conditions that could cause the parties to abandon the Mergers;

legal or regulatory proceedings or other matters that affect the timing or ability to complete the Mergers as contemplated;

the risk that the proposed Mergers disrupt current plans and operations;

the effects of the Mergers on our financial results;

potential difficulties in employee retention as a result of the Mergers;

disruption from the Mergers, making it difficult to maintain business and operational relationships;

the risk that the businesses will not be integrated successfully, or that the integration will be more costly or more time-consuming and complex than anticipated;

the risk that cost savings and other synergies anticipated to be realized from the Mergers may not be fully realized or may take longer to realize than expected;

the risk of doing business internationally;

changes in general economic, business and political conditions, including the possibility of intensified international hostilities, acts of terrorism, and changes in either or both the United States and international lending, capital and financial markets;

the effect of legislative initiatives or proposals, statutory changes, governmental or other applicable regulations and/or changes in industry requirements, including privacy regulations;

the risks of reduction in revenue from the elimination of existing and potential customers due to consolidation in, or new laws or regulations affecting, the banking, retail and financial services industries or due to financial failures or other setbacks suffered by firms in those industries;

changes in the growth rates of the markets for our and SunGard's solutions;

failures to adapt solutions to changes in technology or in the marketplace;

internal or external security breaches of our and SunGard's systems, including those relating to the unauthorized access, theft, corruption or loss of personal information and computer viruses and other malware affecting our and SunGard's software or platforms, and the reactions of customers, card associations, government regulators and others to any such events;

the risk that implementation of software (including software updates) for customers or at customer locations may result in the corruption or loss of data or customer information, interruption of business operations, exposure to liability claims or loss of customers;

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the reaction of current and potential customers to communications from us or regulators regarding information security, risk management, internal audit or other matters;

competitive pressures on pricing related to our and SunGard's solutions including the ability to attract new, or retain existing, customers;

an operational or natural disaster at one of our or SunGard's major operations centers; and

other risks detailed under "Risk Factors" and elsewhere in this document and in our other filings with the SEC. Other unknown or unpredictable factors also could have a material adverse effect on our business, financial condition, results of operations and prospects. Accordingly, readers should not place undue reliance on these forward-looking statements. These forward-looking statements are inherently subject to uncertainties, risks and changes in circumstances that are difficult to predict. Except as required by applicable law or regulation, we do not undertake (and expressly disclaim) any obligation and do not intend to publicly update or review any of these forward-looking statements, whether as a result of new information, future events or otherwise. You should carefully consider the possibility that actual results may differ materially from forward-looking statements contained in or incorporated into this prospectus supplement, the accompanying prospectus and any free writing prospectus that we have authorized for use in connection with this offering.

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SUMMARY

The following summary is qualified in its entirety by the more detailed information included elsewhere or incorporated by reference in this prospectus supplement or the accompanying prospectus. Because this is a summary, it may not contain all of the information that is important to you. You should carefully read this entire prospectus supplement and the accompanying prospectus, including the information incorporated by reference, before making an investment decision.

Fidelity National Information Services, Inc.

We are a global leader in banking and payments technology as well as consulting and outsourcing solutions. With a long history deeply rooted in the financial services sector, we serve more than 14,000 institutions in over 130 countries. Headquartered in Jacksonville, Florida, we employ approximately 42,000 people worldwide and hold leadership positions in payment processing and banking solutions, providing software, services and outsourcing of the technology that drives financial institutions. We have grown organically as well as through acquisitions, which have contributed applications and service expansion capabilities that complement or enhance our existing offerings and diversify our revenues by market, geography and type of service. Through our Capco brand, we deliver globally a wide range of information technology consulting and transformational services to financial institutions. FIS is a member of the Fortune 500 U.S. and of Standard and Poor's (S&P) 500 Index.

Operating Segments

We report the results of our operations based on three reportable segments: Integrated Financial Solutions, Global Financial Solutions and Corporate and Other.

Integrated Financial Solutions (IFS)

The IFS segment is focused on serving the North American regional and community bank market for transaction and account processing, payment solutions, channel solutions, digital channels, risk and compliance solutions, and services, capitalizing on the continuing trend to outsource these solutions. IFS primary software applications function as the underlying infrastructure of a financial institution's processing environment. These applications include core bank processing software, which banks use to maintain the primary records of their customer accounts, and complementary applications and services that interact directly with the core processing applications. Clients in this segment include regional and community banks, credit unions, commercial lenders, independent community and savings institutions as well as government institutions, merchants and other commercial organizations. This market is primarily served through integrated solutions delivered from leveraged platforms and characterized by multi-year processing contracts that generate highly recurring revenues.

Global Financial Solutions (GFS)

The GFS segment is focused on serving the largest financial institutions around the globe with banking and payments solutions, consulting and transformation services. GFS clients include the largest global financial institutions, including those headquartered in the United States, as well as all international financial institutions we serve as clients in more than 130 countries around the world. These institutions face unique business and regulatory challenges and account for the majority of financial institution information technology spend globally. The purchasing patterns of GFS clients vary from those of IFS clients who typically purchase solutions on an outsourced basis. GFS clients purchase our solutions and services in various ways including licensing and managing technology in-house, using consulting and third party service providers as well as fully outsourced end-to-end solutions. We have

long-established relationships with many of these financial institutions that generate significant recurring revenue and reoccurring service revenue.

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Corporate and Other

The Corporate and Other segment consists of corporate overhead and costs of leveraged functions that are not allocated to operating segments. These costs relate to marketing, corporate finance and accounting, human resources, legal, and amortization of acquisition-related intangibles and other costs that are not considered when management evaluates revenue generating segment performance, such as acquisition integration and severance costs. The composition of our Corporate and Other segment has changed with the new segment presentation in 2015; specifically, costs such as sales, finance, human resources, risk and information security and other administrative support functions that are directly attributable to IFS or GFS are recorded to those reportable segments.

Competitive Strengths

We believe that our competitive strengths include the following:

Brand We have built a global brand known for market leading solutions, innovation and thought leadership in the financial services sector. Capco likewise has a strong brand in integrated consulting and advisory technology strategy and services in this sector.

Global Reach, Distribution and Scale Our worldwide presence, breadth and depth of solution offerings, client diversity, established infrastructure and employee skills and competencies enable us to leverage our client relationships and global scale to drive revenue growth and operating efficiency. We are a global leader in the primary markets we serve, supported by a large, knowledgeable talent pool of employees around the world.

Extensive Domain Expertise and Portfolio Depth We have a significant number and wide range of high-quality software applications and service offerings that have been developed over many years with substantial input from our clients. We leverage our industry and technology knowledge and experience to tailor these applications and service offerings to deliver comprehensive business solutions that address specific needs of our clients and our clients' customers. These solutions include a wide range of flexible service arrangements for the deployment and support of our software, from cloud-based offerings to managed processing arrangements to traditional license and maintenance approaches, either at the client's site or at an FIS location. Our broad solution set allows us to bundle tailored and/or integrated solutions to compete effectively. In addition, we are able to use the modular nature of our software applications and our ability to integrate many of our applications and services with the solutions of others to provide customized solutions that respond to individualized client needs. We understand the needs of our clients and their customers and have developed innovative solutions that we believe give them a competitive advantage, reducing their operating costs and improving their productivity.

Excellent Relationship with Clients Our client-centered approach has enabled us to establish deep and long-lasting client relationships. A significant percentage of our services are provided under multi-year, recurring contracts, which allows us to develop close partnerships with these clients resulting in high client retention rates. As the breadth and value proposition of our service offerings has expanded, our access to our clients' executives and their interest in our solutions and services has increased, presenting greater opportunities for cross-selling and upselling broader integrated solutions to them.

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Strategy

Our mission is to provide our clients with superior solutions and services, which we believe will assist our clients in their respective marketplaces and will result in sustained revenue and earnings growth for our shareholders. Our strategy to achieve this goal has been and continues to be built on the following pillars:

Support Our Clients Through Transformation Changing market dynamics, particularly in the areas of information security, regulation and innovation, are transforming the way our clients operate, which is driving incremental demand for our leveraged solutions and consulting expertise. As clients evaluate technology, business process changes and vendor risks, our depth of services capabilities enables us to become involved earlier in their planning and design process and assist them as they manage through these changes.

Expand Client Relationships The overall market we serve continues to gravitate beyond single-product purchases to multi-solution partnerships. As the market dynamics shift, our clients may rely more on our multidimensional, integrated service offerings. Our leveraged solutions and processing expertise, along with our consulting and advisory services, can produce meaningful value and cost savings for our clients through more efficient operating processes, improved experience and service quality and convenience for our clients customers.

Build, Buy, or Partner to Add Solutions to Cross-Sell We continue to invest in growth through internal product development, as well as through acquisitions and equity investments that complement and extend our existing solutions and capabilities, providing us with additional solutions to cross-sell. We also partner from time to time with other entities to provide comprehensive offerings to our clients. By investing in solution innovation and integration, we continue to expand our value proposition to clients.

Continually Improve to Drive Margin Expansion We strive to optimize our performance through investments in infrastructure enhancements, our workforce and other measures that are designed to create organic revenue and margin expansion.

Build Global Diversification We continue to deploy resources in global markets where we expect to achieve meaningful scale.

Recent Developments

Pending Mergers

On August 12, 2015, we, certain of our wholly-owned subsidiaries, SunGard and SCCII entered into the Merger Agreement, pursuant to which, through the Mergers on the terms and conditions set forth in the Merger Agreement, SunGard and its subsidiaries will become wholly-owned by us.

Under the Merger Agreement, we will pay holders of SunGard Class L common stock (*Class L Common Stock*), SCCII preferred stock (*SCCII Preferred Stock*) and SunGard and SCCII stock-based awards approximately \$2.3

billion in cash, less certain adjustments, and issue approximately 44.7 million shares of our common stock, less shares underlying certain stock-based awards we will assume. In connection with the Mergers, we also intend to repay all of SunGard's outstanding bank debt (the SunGard bank debt), totaling approximately \$2.5 billion as of June 30, 2015, and assume or repay all of SunGard's outstanding senior notes and senior subordinated notes (the SunGard Notes), totaling approximately \$2.2 billion as of such date.

The consummation of the Mergers is subject to certain customary closing conditions, including, among others, (i) the requisite approval of the Mergers by the stockholders of SunGard and SCCII, (ii) the absence of any law or order that is in effect and restrains, enjoins or otherwise prohibits the Mergers, (iii) the receipt of specified regulatory approvals or the expiration or termination of applicable waiting periods, including under the

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applicable antitrust laws of certain jurisdictions, (iv) the registration statement previously filed by us with respect to the shares of the our common stock to be issued in the Mergers being declared effective by the Securities and Exchange Commission (the "SEC"), (v) the shares of our common stock to be issued in the Mergers being approved for listing on the New York Stock Exchange and (vi) our legal counsel not having been informed in writing that any of the statements contained in certain tax representation letters delivered by SunGard and each of the Sponsor Stockholders (as defined in the Merger Agreement) are or have become untrue or incorrect in any respect (provided that this condition will be deemed satisfied with respect to certain statements in such letters related to us in the event that at or immediately prior to the closing of the Mergers, we do not execute and deliver to our legal counsel (with a copy to SunGard) a tax representation letter in the form previously agreed among the parties). We can provide no assurance that all of the conditions to closing the Mergers will be satisfied or that the Mergers will occur in the anticipated time frame, or at all, or on the terms set forth in the Merger Agreement, or that the anticipated benefits of the Mergers will be realized.

This offering is not conditioned upon the completion of the Mergers, but if we do not consummate the Mergers on or prior to June 30, 2016, or if, prior to such date, we notify the trustee in writing that the Merger Agreement is terminated, each series of the Senior Notes (other than the 20 Notes) will be required to be redeemed in whole and not in part at a special mandatory redemption price equal to 101% of the aggregate principal amount of such series of the Senior Notes being redeemed, plus accrued and unpaid interest, if any, to, but excluding, the special mandatory redemption date. The 20 Notes will not be subject to the special mandatory redemption and will remain outstanding even if the Mergers are not consummated. See Description of the Senior Notes Special Mandatory Redemption. The proceeds from this offering will not be deposited into an escrow account and you will not receive a security interest in such proceeds.

SunGard

SunGard is a leading provider of mission-critical software to financial institutions globally. Its solutions automate a wide range of complex business processes across the financial services industry, including those associated with trading, securities operations, administering investment portfolios, accounting for investment assets, and managing risk and compliance requirements. It is differentiated by the breadth of its offerings, leading edge technology, operating scale, deep domain expertise, and global reach. In 2014, SunGard generated \$2.8 billion in revenue, 70% of which was recurring. SunGard serves a large, global customer base across multiple vertically focused groups in the financial services industry. SunGard has approximately 14,000 customers in more than 100 countries. As of December 31, 2014, SunGard employed approximately 13,000 people.

Financing of the SunGard Acquisition

We intend to fund our cash requirements in connection with the Mergers, consisting of the cash portion of the merger consideration, the repayment of the SunGard bank debt and other expenses of the Mergers, using cash on hand, our existing revolving credit facility, our new term loan credit agreement described below and proceeds of the Senior Notes offered hereby. The consummation of the Mergers, together with the issuance of the Senior Notes offered hereby, borrowings under our existing revolving credit facility and our new term loan credit agreement, and the use of proceeds therefrom, as further described under Unaudited Pro Forma Condensed Combined Financial Information, are herein referred to as the Transactions. On September 1, 2015 we entered into a new \$1.5 billion term loan credit agreement with, among others, Merrill Lynch, Pierce Fenner & Smith Incorporated, Wells Fargo Securities, LLC, J.P. Morgan Securities LLC and The Bank of Tokyo-Mitsubishi UFJ, Ltd. as joint lead arrangers and joint bookrunners, Credit Agricole Corporate and Investment Bank and U.S. Bank National Association as joint lead arrangers, Bank of America, N.A. as administrative agent and us as borrower. We have also obtained a commitment for a bridge loan, of which \$1.1 billion remains available. The bridge loan commitment will be permanently reduced dollar for dollar to the

extent the Senior Notes are issued, but will be utilized to the extent they are not issued. The Merger Agreement does not contain any financing condition.

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We also intend to assume or repay the SunGard Notes in connection with the Mergers. To the extent that, after taking into account our overall liquidity requirements, we have adequate excess proceeds from the offering made hereby, we will use them to redeem some or all of the SunGard Notes, including paying the applicable call premium, with any remainder to be used for general corporate purposes. In the event that we do not call some or all of the SunGard Notes for redemption as of the closing of the Mergers, we may issue an FIS guarantee of the SunGard Notes that remain outstanding.

Corporate Information

Fidelity National Information Services, Inc. is a Georgia corporation. Our executive offices are located at 601 Riverside Avenue, Jacksonville, Florida 32204, and our telephone number at that location is (904) 438-6000. Our website address is www.fisglobal.com. The contents of our website are not incorporated into this prospectus supplement or the accompanying prospectus.

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The Offering

The summary below describes the principal terms of the Senior Notes. Certain of the terms and conditions described below are subject to important limitations and exceptions. The Description of the Senior Notes section of this prospectus supplement and the Description of Debt Securities section of the accompanying prospectus contains a more detailed description of the terms and conditions of the Senior Notes.

Issuer Fidelity National Information Services, Inc.

Securities Offered \$ aggregate principal amount of % Senior Notes due 20 (the 20 Notes), \$ aggregate principal amount of % Senior Notes due 20 (the 20 Notes), \$ aggregate principal amount of % Senior Notes due 20 (the 20 Notes) and \$ aggregate principal amount of % Senior Notes due 20 (the 20 Notes and collectively with the 20 Notes, the 20 Notes and the 20 Notes the Senior Notes).

Issue Price

20 Notes: % plus accrued interest, if any, from 2015.

20 Notes: % plus accrued interest, if any, from 2015.

20 Notes: % plus accrued interest, if any, from 2015.

20 Notes: % plus accrued interest, if any, from 2015.

Maturity Date

20 Notes: , 20 .

20 Notes: , 20 .

20 Notes: , 20 .

Interest Rate The 20 Notes will bear interest from , 2015, or from the most recent interest payment date to which interest has been paid, at the rate of % per annum.

The 20 Notes will bear interest from , 2015, or from the most recent interest payment date to which interest has been paid, at the rate of % per annum.

The 20 Notes will bear interest from , 2015, or from the most recent interest payment date to which interest has been paid, at the rate of % per annum.

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The 2015 Notes will bear interest from 2015, or from the most recent interest payment date to which interest has been paid, at the rate of _____ % per annum.

Interest Payment Dates

_____ and _____ of each year, beginning on _____, 2016.

Ranking

The Senior Notes will be our general unsecured obligations and will (1) rank equally in right of payment with all of our existing and future unsecured senior debt, (2) be effectively junior to all of our existing and future secured debt to the extent of the value of the assets securing that secured debt, and (3) rank senior in right of payment to all of our future debt, if any, that is by its terms expressly subordinated to the Senior Notes. The Senior Notes will be structurally junior to any indebtedness of our subsidiaries, other than if any of our domestic wholly-owned subsidiaries guarantees or becomes a co-obligor under any of our credit facilities in the future (in which case such subsidiaries will be required to also guarantee the Senior Notes).

Use of Proceeds

We expect the net proceeds from this offering to be approximately \$ _____ after deducting the underwriting discounts and our estimated offering expenses. We intend to use the net proceeds from this offering, together with borrowings under our new term loan credit agreement and our existing revolving credit facility and cash on hand, to pay the cash portion of the consideration for the Mergers of approximately \$2.3 billion (less certain adjustments), to repay the outstanding SunGard bank debt and to pay transaction-related fees and expenses. To the extent that, after taking into account our overall liquidity requirements, we have adequate excess proceeds from this offering, we will use them to redeem some or all of the SunGard Notes, including paying the applicable call premium, with any remainder to be used for general corporate purposes. See Underwriting (Conflicts of Interest) Conflicts of Interest.

Pending such uses, we may invest the net proceeds temporarily in investment-grade securities, money-market funds, bank deposit accounts or similar short-term investments or use such net proceeds to repay a portion of our existing revolving credit facility. If the Mergers are not consummated, the net proceeds of the 2015 Notes will be used for general corporate purposes, which may include the repayment of amounts due under our existing debt agreements. See Use of Proceeds.

Special Mandatory Redemption

If we do not consummate the Mergers on or prior to June 30, 2016, or if, prior to such date, we notify the trustee in writing that the Merger

Agreement is terminated, each series of the Senior Notes (other than the 20 Notes) will be required to be redeemed in whole and not in part at a special mandatory redemption price equal to 101% of the aggregate principal amount of such series of the Senior Notes being redeemed, plus accrued and unpaid interest, if any, to, but excluding, the special

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mandatory redemption date. The 20 Notes will not be subject to the special mandatory redemption and will remain outstanding even if the Mergers are not consummated. See Use of Proceeds and Description of the Senior Notes Special Mandatory Redemption.

Purchase of Senior Notes upon a Change of Control Triggering Event

Upon the occurrence of a Change of Control Triggering Event, we must offer to purchase the Senior Notes at 101% of their principal amount, plus accrued and unpaid interest, if any, to but excluding the date of the purchase. For more details, see Description of the Senior Notes Purchase of Senior Notes upon a Change of Control Triggering Event.

Optional Redemption

The Senior Notes will be redeemable at our option in whole or in part, at any time and from time to time, at a redemption price equal to the greater of 100% of the principal amount to be redeemed and a make-whole amount calculated as described in this prospectus supplement, in each case plus accrued and unpaid interest to, but excluding, the date of redemption; provided no make-whole amount will be paid for redemptions on the 20 Notes during the months prior to their maturity, the 20 Notes during the months prior to their maturity or the 20 Notes during the months prior to their maturity.

Covenants

We will issue the Senior Notes under an indenture with The Bank of New York Mellon Trust Company, N.A., as trustee. The indenture includes certain covenants, including limitations on our ability to:

create liens on certain of our assets;

enter into sale and lease-back transactions with respect to properties; and

merge or consolidate with another entity.

These covenants are subject to a number of important exceptions, limitations and qualifications that are described under Description of the Senior Notes Restrictive Covenants.

Listing

The Senior Notes are new issues of securities with no established trading markets. The Senior Notes are not, and are not expected to be, listed on any national securities exchange or included in any automated dealer

quotation system.

Further Issuances

We may create and issue additional Senior Notes of either series ranking equally and ratably with the applicable series of Senior Notes offered by this prospectus supplement in all respects, except for the issue date, public offering price and, if applicable, the initial interest payment date and the initial interest accrual date, so that such additional Senior Notes will be consolidated and form a single series with the applicable series of Senior Notes offered by this prospectus supplement.

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Denominations \$2,000 and integral multiples of \$1,000 in excess thereof.

Governing Law The State of New York

You should refer to the section entitled **Risk Factors** beginning on page S-18 of this prospectus supplement and the risk factors set forth in our Annual Report on Form 10-K for the year ended December 31, 2014, which are incorporated by reference in this prospectus supplement and the accompanying prospectus, for an explanation of certain risks of investing in the Senior Notes.

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Table of Contents**Summary Historical Consolidated Financial Data of FIS**

The following table sets forth our summary historical consolidated financial data. Our summary historical consolidated financial data as of December 31, 2014 and 2013 and for each of the years ended December 31, 2014, 2013 and 2012 have been derived from our audited consolidated financial statements included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2014, which is incorporated by reference into this prospectus supplement, except for the following sections, which were updated by the Current Report on Form 8-K dated May 8, 2015, also incorporated herein by reference: Part I, Item 1. Business ; Part II, Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations ; and Part II, Item 8. Financial Statements and Supplementary Data . We have derived the summary historical consolidated financial data as of December 31, 2012 from our audited historical financial statements, which are not incorporated by reference into this prospectus supplement.

Our summary historical consolidated financial data as of June 30, 2015 and for the six-month periods ended June 30, 2015 and 2014 have been derived from our historical unaudited interim condensed consolidated financial statements contained in our Quarterly Report on Form 10-Q for the quarter ended June 30, 2015, which is incorporated by reference into this prospectus supplement. Our summary historical consolidated financial data as of June 30, 2014 has been derived from our historical unaudited interim condensed consolidated financial statements contained in our Quarterly Report on Form 10-Q for the quarter ended June 30, 2014, which is not incorporated by reference into this prospectus supplement. These financial statements are unaudited, but, in the opinion of our management, contain all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation of our financial condition, results of operations and cash flows for the periods presented.

Results of interim periods are not necessarily indicative of the results expected for a full year or for future periods. This information is only a summary and should be read in conjunction with our management's discussion and analysis of results of operations and financial condition and our consolidated financial statements and notes thereto incorporated by reference into this prospectus supplement. For additional information, see [Where You Can Find More Information](#) beginning on page S-74 of this prospectus supplement.

	Six months ended		Year ended December 31,		
	2015	2014	2014	2013	2012
	June 30,				
	(unaudited)				
<i>(in millions, except per share data)</i>					
Statement of Earnings Data:					
Processing and services revenues	\$ 3,141.6	\$ 3,119.4	\$ 6,413.8	\$ 6,063.4	\$ 5,795.8
Cost of revenues	2,139.3	2,136.9	4,332.7	4,092.7	3,956.2
Gross profit	1,002.3	982.5	2,081.1	1,970.7	1,839.6
Selling, general and administrative expenses	500.2	386.7	810.5	907.8	763.3
Operating income	502.1	595.8	1,270.6	1,062.9	1,076.3
Other income (expense), net	77.5	(84.7)	(217.2)	(239.4)	(248.0)
Earnings from continuing operations before income taxes	579.6	511.1	1,053.4	823.5	828.3
Provision for income taxes	214.2	161.6	335.1	308.9	270.1

