

Fidelity National Information Services, Inc.

Form S-4

April 15, 2019

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As filed with the Securities and Exchange Commission on April 12, 2019

Registration Statement No. 333-

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

**FORM S-4**  
**REGISTRATION STATEMENT**  
***UNDER***  
***THE SECURITIES ACT OF 1933***

**Fidelity National Information Services, Inc.**  
**(Exact Name of Registrant as Specified in Its Charter)**

**Georgia**

**7389**

**37-1490331**

**(State or Other Jurisdiction of  
Incorporation or Organization)**

**(Primary Standard Industrial  
Classification Code Number)**

**(I.R.S. Employer  
Identification Number)**

**601 Riverside Avenue  
Jacksonville, Florida 32204  
(904) 438-6000**

**(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)**

**Marc M. Mayo, Esq.  
Corporate Executive Vice President and Chief Legal Officer**

**601 Riverside Avenue  
Jacksonville, Florida 32204  
(904) 438-6000**

**(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)**

*With copies to:*

<b>Robert S. Rachofsky, Esq.</b>	<b>Jared M. Warner, Esq.</b>	<b>Peter Allan Atkins, Esq.</b>
<b>Adam M. Turteltaub, Esq.</b>	<b>General Counsel and Corporate</b>	<b>David C. Ingles, Esq.</b>
<b>Willkie Farr &amp; Gallagher LLP</b>	<b>Secretary of Worldpay, Inc.</b>	<b>Sven G. Mickisch, Esq.</b>
<b>787 Seventh Avenue</b>	<b>8500 Governor's Hill Drive</b>	<b>Skadden, Arps, Slate, Meagher &amp;</b>
<b>New York, NY 10019</b>	<b>Symmes Township, Ohio 45249</b>	<b>Flom LLP</b>
<b>(212) 728-8000</b>	<b>(513) 900-5250</b>	<b>Four Times Square</b>
		<b>New York, NY 10036</b>
		<b>(212) 735-3000</b>

**Approximate date of commencement of proposed sale of the securities to the public:** As soon as practicable after this Registration Statement is declared effective and upon the completion of the merger described herein.

If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act.

Large accelerated filer  
Non-accelerated filer

Accelerated filer  
Smaller reporting company  
Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

If applicable, place an X in the box to designate the appropriate rule provision relied upon in conducting this transaction:

Exchange Act Rule 13e-4(i) (Cross-Border Issuer Tender Offer)

Exchange Act Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)

**CALCULATION OF REGISTRATION FEE**

<b>Title of Each Class of Securities to Be Registered</b>	<b>Amount to Be Registered</b>	<b>Proposed Maximum Offering Price Per Unit</b>	<b>Proposed Maximum Aggregate Offering Price</b>	<b>Amount of Registration Fee</b>
Common Stock, par value \$0.01 per share	297,279,730 shares <sup>(1)</sup>	N/A	\$32,590,454,491.83 <sup>(2)</sup>	\$3,949,963.08 <sup>(3)</sup>

- (1) Represents the maximum number of shares of common stock, par value \$0.01, of Fidelity National Information Services, Inc., which we refer to as FIS, that are estimated to be issuable (including shares issuable pursuant to vested and unvested equity awards and stock options) upon completion of the merger of Wrangler Merger Sub, Inc., a wholly-owned subsidiary of FIS, which we refer to as Merger Sub, with and into Worldpay, Inc., which we refer to as Worldpay, pursuant to an agreement and plan of merger, dated as of March 17, 2019, by and among FIS, Merger Sub and Worldpay (which we refer to as the merger agreement), which is attached to as Annex A to the accompanying joint proxy statement/prospectus attached to this registration statement.
- (2) Estimated solely for purposes of calculating the registration fee required by Section 6(b) of the Securities Act of 1933, as amended, which we refer to as the Securities Act, and calculated in accordance with Rules 457(c), 457(f)(1) and 457(f)(3) promulgated under the Securities Act. The proposed maximum aggregate offering price is solely for the purpose of calculating the registration fee and was calculated based upon the market value of shares of Worldpay Class A common stock as follows: (a) the product of (i) \$112.82, the average of the high and low prices per share of Worldpay Class A common stock on April 11, 2019, as quoted on the New York Stock Exchange, and (ii) 319,235,682, the estimated maximum number of shares of Worldpay Class A common stock that may be exchanged for the shares of FIS common stock being registered, less (b) \$3,424,118,973.00, the product of the issued and outstanding shares of Worldpay Class A common stock (other than shares reserved for issuance pursuant to vested and unvested equity awards and stock options) and \$11.00, the cash component of the merger consideration.
- (3)

Computed in accordance with Section 6(b) of the Securities Act at a rate equal to \$121.20 per \$1,000,000 of the proposed maximum aggregate offering price.

**The registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act or until the registration statement shall become effective on such date as the U.S. Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.**

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**The information herein is not complete and may be changed. A registration statement relating to the securities described herein has been filed with the U.S. Securities and Exchange Commission. These securities may not be issued, and no offers to buy may be accepted, until the registration statement filed with the U.S. Securities and Exchange Commission is effective. The accompanying joint proxy statement/prospectus does not constitute an offer to sell or the solicitation of offers to buy these securities in any jurisdiction where the offer or sale is not permitted.**

**PRELIMINARY SUBJECT TO COMPLETION DATED APRIL 12, 2019**

**MERGER AND SHARE ISSUANCE PROPOSAL YOUR VOTE IS VERY IMPORTANT**

**Dear FIS Shareholders and Worldpay Stockholders:**

On behalf of the boards of directors of Fidelity National Information Services, Inc., which we refer to as FIS, and Worldpay, Inc., which we refer to as Worldpay, we are pleased to enclose the accompanying joint proxy statement/prospectus relating to the business combination of FIS and Worldpay. The business combination would create a leading global financial technology and payment company. We are requesting that you take certain actions as a shareholder of FIS or a stockholder of Worldpay, which we refer to as FIS shareholders or Worldpay stockholders, respectively.

On March 17, 2019, Worldpay, FIS and Wrangler Merger Sub, Inc., a wholly-owned subsidiary of FIS, which we refer to as Merger Sub, entered into an agreement and plan of merger, which we refer to as the merger agreement, pursuant to which, on the terms and subject to the conditions set forth in the merger agreement, Merger Sub will merge with and into Worldpay, with Worldpay being the surviving corporation and continuing as a wholly-owned subsidiary of FIS, which we refer to as the merger.

At the effective time of the merger, each share of Class A common stock, par value \$0.00001 per share, of Worldpay, which we refer to as the Worldpay Class A common stock, other than certain excluded shares (as further described in the accompanying joint proxy statement/prospectus), will be converted into the right to receive, without interest and subject to any applicable withholding taxes, (i) 0.9287 shares of common stock, par value \$0.01 per share, of FIS, which we refer to as FIS common stock, together with cash in lieu of fractional shares, if any, and (ii) \$11.00 in cash, which we collectively refer to as the merger consideration.

The implied value of the merger consideration to be received in exchange for each share of Worldpay Class A common stock will fluctuate based on the market price of FIS common stock because the merger consideration is payable in a fixed number of shares of FIS common stock, with each share of Worldpay Class A common stock (other than certain excluded shares) being exchanged for 0.9287 shares of FIS common stock and \$11.00 in cash. The market price of FIS common stock has fluctuated since the date of the announcement of the merger agreement and will continue to fluctuate from the date of the accompanying joint proxy statement/prospectus to the date of the Worldpay special meeting, the date of the FIS special meeting, the date the merger is completed and thereafter. As a result, the value of the per share merger consideration that Worldpay stockholders will be entitled to receive upon completion of the merger could be greater than, less than or the same as the value of the merger consideration on the date of the accompanying joint proxy statement/prospectus. Based on the \$108.88 closing price of FIS common stock on the New

York Stock Exchange, which we refer to as the NYSE, on March 15, 2019, the last full trading day before the public announcement of the merger, the per share value of Worldpay Class A common stock implied by the merger consideration was \$112.12 as of such date. Based on the \$[ ] closing price of FIS common stock on [ ], 2019, the most recent practicable trading day prior to the date of the accompanying joint proxy statement/prospectus, the per share value of Worldpay Class A common stock implied by the merger consideration was \$[ ]. We urge you to obtain current market quotations for the shares of FIS common stock and Worldpay Class A common stock. FIS common stock trades on the NYSE under the symbol *FIS* and Worldpay Class A common stock trades on the NYSE under the symbol *WP* and on the London Stock Exchange, which we refer to as the LSE, under the symbol *WPY*. We expect that the Worldpay Class A common stock will be delisted from the LSE in connection with, and possibly prior to, the closing of the merger.

Based on the number of shares of Worldpay Class A common stock issued and outstanding as of [ ], 2019, we estimate that FIS will issue approximately [ ] million shares of FIS common stock in the merger and pay an aggregate amount of \$[ ] in cash to Worldpay stockholders upon completion of the merger. Immediately following the completion of the merger, former FIS shareholders are expected to own approximately 53%, and

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former Worldpay stockholders are expected to own approximately 47%, of the issued and outstanding shares of the combined company.

The adoption and approval of the merger agreement by the affirmative vote of the holders of a majority of the outstanding shares of Worldpay Class A common stock entitled to vote thereon at a meeting of the Worldpay stockholders at which a quorum exists is required to complete the merger. The special meeting of the Worldpay stockholders, which we refer to as the Worldpay special meeting, will be held on [ ], 2019 at [ ], local time, at [ ]. All Worldpay stockholders of record as of the close of business on [ ], 2019, the record date for the Worldpay special meeting, are invited to attend the Worldpay special meeting, subject to certain requirements described in the accompanying joint proxy statement/prospectus. At the Worldpay special meeting, Worldpay stockholders will be asked to consider and vote on (i) the proposal to adopt and approve the merger agreement, which proposal we refer to as the Worldpay merger proposal, (ii) the proposal to approve, on a non-binding, advisory basis, certain merger-related executive officer compensation payments that will or may be made to Worldpay's named executive officers in connection with the merger, which proposal we refer to as the Worldpay compensation proposal, and (iii) the proposal to adjourn the Worldpay special meeting, if necessary or appropriate, to solicit additional proxies if, immediately prior to such adjournment, sufficient votes to approve the Worldpay merger proposal have not been obtained by Worldpay, which proposal we refer to as the Worldpay adjournment proposal. **The Worldpay board of directors unanimously recommends that Worldpay stockholders vote FOR the Worldpay merger proposal, FOR the Worldpay compensation proposal and FOR the Worldpay adjournment proposal.**

The approval of the issuance of FIS common stock in the merger by the affirmative vote of a majority of votes cast by FIS shareholders present in person or by proxy at the FIS special meeting and entitled to vote thereon is also required to complete the merger. The special meeting of FIS shareholders, which we refer to as the FIS special meeting, will be held on [ ], 2019 at 10:00 am, Eastern Time at [ ]. All FIS shareholders of record as of the close of business on [ ], 2019, the record date for the FIS special meeting, are invited to attend the FIS special meeting, subject to certain requirements described in the accompanying joint proxy statement/prospectus. At the FIS special meeting, FIS shareholders will be asked to consider and vote on (i) the FIS proposal to approve the issuance of shares of FIS common stock in the merger, which proposal we refer to as the FIS share issuance proposal, and (ii) the proposal to adjourn the FIS special meeting, if necessary or appropriate, to solicit additional proxies if, immediately prior to such adjournment, sufficient votes to approve the FIS share issuance proposal have not been obtained by FIS, which proposal we refer to as the FIS adjournment proposal. **The FIS board of directors unanimously recommends that FIS shareholders vote FOR the FIS share issuance proposal and FOR the FIS adjournment proposal.**

**Your vote on these matters is very important, regardless of the number of shares you own. Whether or not FIS shareholders or Worldpay stockholders plan to attend the FIS special meeting or Worldpay special meeting, respectively, in person, we ask that FIS shareholders and Worldpay stockholders please submit a proxy to have their shares voted in advance of the FIS special meeting or Worldpay special meeting, as applicable, by using one of the proxy voting methods described in the accompanying joint proxy statement/prospectus.**

The accompanying joint proxy statement/prospectus provides important information regarding the Worldpay special meeting and the FIS special meeting and a detailed description of the merger and the merger agreement. **We urge you to read the accompanying joint proxy statement/prospectus (and any documents incorporated by reference into the accompanying joint proxy statement/prospectus) carefully and in its entirety. Please pay particular attention to Risk Factors beginning on page [ ] of the accompanying joint proxy statement/prospectus.**

We look forward to the successful completion of the merger.

Sincerely,



Gary A. Norcross  
*Chairman, President and Chief Executive Officer*  
Fidelity National Information Services, Inc.

Charles D. Drucker  
*Executive Chairman and Chief Executive Officer*  
Worldpay, Inc.

**Neither the U.S. Securities and Exchange Commission nor any state securities commission has approved or disapproved of the securities to be issued in the merger described in the accompanying joint proxy statement/prospectus or determined that the accompanying joint proxy statement/prospectus is accurate or complete. Any representation to the contrary is a criminal offense.**

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The accompanying joint proxy statement/prospectus is dated [ ], 2019 and is first being mailed to FIS shareholders and Worldpay stockholders on or about [ ], 2019.

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**Fidelity National Information Services, Inc.**

601 Riverside Avenue

Jacksonville, Florida 32204

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS**

TO BE HELD ON [ ], 2019

To the Shareholders of Fidelity National Information Services, Inc.:

On March 17, 2019, FIS, Worldpay and Merger Sub entered into the merger agreement, a copy of which is attached as Annex A to the accompanying joint proxy statement/prospectus, pursuant to which FIS has agreed to acquire Worldpay.

NOTICE IS HEREBY GIVEN that a special meeting of shareholders of FIS, which we refer to as the FIS special meeting, will be held on [ ], 2019 at 10:00 am, Eastern Time at [ ]. You are invited to attend the FIS special meeting, at which you will be asked to vote on:

1. A proposal to approve the issuance of shares of FIS common stock in the merger, which proposal we refer to as the FIS share issuance proposal.
2. A proposal to adjourn the FIS special meeting, if necessary or appropriate, to solicit additional proxies if, immediately prior to such adjournment, sufficient votes to approve the FIS share issuance proposal have not been obtained by FIS, which proposal we refer to as the FIS adjournment proposal.

The FIS board of directors, which we refer to as the FIS board, has fixed the close of business on [ ], 2019 as the record date for the FIS special meeting, which we refer to as the FIS record date. Only shareholders of record of FIS common stock as of the close of business on the FIS record date are entitled to notice of, and to vote at, the FIS special meeting or any adjournment or postponement thereof. Completion of the merger contemplated by the merger agreement is conditioned on, among other things, approval of the FIS share issuance proposal.

Approval of the FIS share issuance proposal requires the affirmative vote of a majority of votes cast by FIS shareholders present in person or by proxy at the FIS special meeting and entitled to vote thereon. In order to take such action at the FIS special meeting, a quorum consisting of a majority of votes entitled to be cast on the FIS share issuance proposal must be present. Whether or not a quorum is present, approval of the FIS adjournment proposal requires the affirmative vote of a majority of votes present in person or by proxy at the FIS special meeting and entitled to vote thereon.

**The FIS board has unanimously approved the merger agreement and the transactions contemplated thereby, including the share issuance, and recommends that FIS shareholders vote FOR the FIS share issuance proposal and FOR the FIS adjournment proposal.**

**Your vote is very important. Whether or not you plan to attend the FIS special meeting, please act promptly to submit a proxy to vote your shares in favor of the proposals described above. You may submit a proxy to vote your shares by completing, signing and dating the enclosed proxy card and returning it in the postage-paid envelope provided. You also may submit a proxy to vote your shares by telephone or through the Internet by following the instructions set forth on the proxy card. If you attend the FIS special meeting, you may vote your shares in person, even if you have previously submitted a proxy by mail, by telephone or through the Internet. If your shares are held in the name of a bank, broker or other nominee, please follow the instructions furnished by such record holder.**

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We urge you to read the accompanying joint proxy statement/prospectus, including all documents incorporated by reference into the accompanying joint proxy statement/prospectus, and its annexes carefully and in their entirety. In particular, see *Risk Factors* beginning on page [ ] of the accompanying joint proxy statement/prospectus.

If you have any questions concerning the merger agreement, the merger or the other transactions contemplated thereby, the FIS share issuance proposal, the FIS special meeting or the accompanying joint proxy statement/prospectus, please contact FIS at (904) 438-6000 or write to Fidelity National Information Services, Inc., Attention: Investor Relations, 601 Riverside Avenue, Jacksonville, Florida 32204.

If you have any questions about how to vote or direct a vote in respect of your shares of FIS common stock, please contact FIS proxy solicitor, Georgeson LLC, toll-free at (866) 296-5716.

**By Order of the FIS Board of Directors,**

Marc M. Mayo, Esq.

*Corporate Executive Vice President and Chief Legal Officer*

Jacksonville, Florida

[ ], 2019

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**Worldpay, Inc.**

8500 Governor s Hill Drive

Symmes Township, Ohio 45249

**NOTICE OF SPECIAL MEETING OF STOCKHOLDERS**

TO BE HELD ON [ ], 2019

To the Stockholders of Worldpay, Inc.:

On March 17, 2019, FIS, Worldpay and Merger Sub entered into the merger agreement, a copy of which is attached as Annex A to the accompanying joint proxy statement/prospectus, pursuant to which FIS has agreed to acquire Worldpay.

NOTICE IS HEREBY GIVEN that a special meeting of stockholders of Worldpay, which we refer to as the Worldpay special meeting, will be held on [ ], 2019 at [ ], local time at [ ]. You are invited to attend the Worldpay special meeting, at which you will be asked to vote on:

1. a proposal to adopt and approve the merger agreement and the transactions contemplated thereby, including the merger, pursuant to which Merger Sub will merge with and into Worldpay, as more fully described in the accompanying joint proxy statement/prospectus, which proposal we refer to as the Worldpay merger proposal;
2. a non-binding, advisory proposal regarding certain executive officer compensation payments that will or may be made to Worldpay s named executive officers in connection with the merger pursuant to existing agreements or arrangements with Worldpay, which proposal we refer to as the Worldpay compensation proposal; and
3. a proposal to adjourn the Worldpay special meeting, if necessary or appropriate, to solicit additional proxies if, immediately prior to such adjournment, sufficient votes to approve the Worldpay merger proposal have not been obtained by Worldpay, which proposal we refer to as the Worldpay adjournment proposal.

The Worldpay board of directors, which we refer to as the Worldpay board, has fixed the close of business on [ ], 2019 as the record date for the Worldpay special meeting, which we refer to as the Worldpay record date. Only Worldpay stockholders of record as of the close of business on the Worldpay record date are entitled to notice of, and to vote at, the Worldpay special meeting or any adjournment or postponement thereof. Completion of the merger contemplated by the merger agreement is conditioned on, among other things, receiving the requisite approval of the Worldpay merger proposal.

Approval of the Worldpay merger proposal requires the affirmative vote of the holders of a majority of the outstanding shares of Worldpay Class A common stock entitled to vote thereon at a meeting of the Worldpay stockholders at which a quorum exists. Approval of the Worldpay compensation proposal requires the affirmative vote of a majority of shares present in person or by proxy at the Worldpay special meeting and entitled to vote thereon. If there is no quorum, approval of the Worldpay adjournment proposal requires the affirmative vote of a majority of

shares present in person or by proxy at the Worldpay special meeting.

**The Worldpay board has unanimously approved the merger agreement and the transactions contemplated thereby, including the merger, and recommends that Worldpay stockholders vote FOR the Worldpay merger proposal, FOR the Worldpay compensation proposal and FOR the Worldpay adjournment proposal.**

**Your vote is very important. Whether or not you plan to attend the Worldpay special meeting, please act promptly to submit a proxy to vote your shares in favor of the proposals described above. You may submit**

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**a proxy to vote your shares by completing, signing and dating the enclosed proxy card and returning it in the postage-paid envelope provided. You also may submit a proxy to vote your shares by telephone or through the Internet by following the instructions set forth on the proxy card. If you plan to attend the Worldpay special meeting, please complete and mail the ticket reservation request form at the back of the accompanying joint proxy statement/prospectus or visit [ ] and check the box on the voting page. If you attend the Worldpay special meeting, you may vote your shares in person, even if you have previously submitted a proxy by mail, by telephone or through the Internet. If your shares are held in the name of a bank, broker or other nominee, please follow the instructions furnished by such record holder. Worldpay stockholders may examine the list of Worldpay stockholders by contacting the Corporate Secretary of Worldpay, Inc. at 8500 Governor s Hill Drive, Symmes Township, Ohio 45249.**

Worldpay stockholders are or may be entitled to assert appraisal rights with respect to the merger under Section 262 of the Delaware General Corporation Law, which we refer to as the DGCL. Any Worldpay stockholder who wishes to exercise appraisal rights must strictly comply with the procedures set forth in Section 262 of the DGCL, a copy of which is included as Annex E to the accompanying proxy statement/prospectus. A description of these procedures is included in the section entitled *Appraisal Rights* in the accompanying joint proxy statement/prospectus.

We urge you to read the accompanying joint proxy statement/prospectus, including all documents incorporated by reference into the accompanying joint proxy statement/prospectus, and its annexes carefully and in their entirety. In particular, see *Risk Factors* beginning on page [ ] of the accompanying joint proxy statement/prospectus.

If you have any questions concerning the merger agreement, the merger or the other transactions contemplated thereby, the Worldpay merger proposal, the Worldpay special meeting or the accompanying joint proxy statement/prospectus, please contact Worldpay at (513) 900-5250 or write to Worldpay, Inc., Attention: Investor Relations, 8500 Governor s Hill Drive, Symmes Township, Ohio 45249.

If you have any questions about how to vote or direct a vote in respect of your shares of Worldpay Class A common stock, please contact Worldpay s proxy solicitor, Innisfree M&A Incorporated, toll-free at (212) 759-5833 for banks and brokers and (888) 750-5834 for all others.

**By Order of the Worldpay Board of Directors,**

Jared M. Warner, Esq.

*General Counsel and Corporate Secretary*

Symmes Township, Ohio

[ ], 2019



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**ADDITIONAL INFORMATION**

This joint proxy statement/prospectus incorporates important business and financial information about FIS and Worldpay from documents filed with the U.S. Securities and Exchange Commission, which we refer to as the SEC, that are not included in or delivered with this joint proxy statement/prospectus. This information is available to you without charge upon request. You can obtain any of the documents filed with or furnished to the SEC by Worldpay and/or FIS at no cost from the SEC's website at <http://www.sec.gov>. You can also obtain documents incorporated by reference into this joint proxy statement/prospectus by requesting them in writing, via email or by telephone from FIS and Worldpay at the following addresses and telephone numbers:

**Fidelity National Information Services, Inc.**

601 Riverside Avenue

Jacksonville, Florida 32204

Attention: Investor Relations

Telephone: (904) 438-6000

**Worldpay, Inc.**

8500 Governor's Hill Drive

Symmes Township, Ohio 45249

Attention: Investor Relations

Telephone: (513) 900-5250

In addition, if you have questions about the merger or this joint proxy statement/prospectus, would like additional copies of this joint proxy statement/prospectus or need to obtain the proxy card, or other information related to the proxy solicitation, please contact Georgeson LLC, FIS's proxy solicitor, toll-free at (866) 296-5716, Innisfree M&A Incorporated, Worldpay's proxy solicitor, toll-free at (212) 759-5833 for banks and brokers and (888) 750-5834 for all others, or the appropriate contact listed above. You will not be charged for any of these documents that you request.

**If you are an FIS shareholder and would like to request any documents, please do so by [ ], 2019 to receive them before the FIS special meeting.**

**If you are a Worldpay stockholder and would like to request any documents, please do so by [ ], 2019 to receive them before the Worldpay special meeting.**

See *Where You Can Find More Information* beginning on page [ ] of this joint proxy statement/prospectus for further information.

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**ABOUT THIS JOINT PROXY STATEMENT/PROSPECTUS**

This joint proxy statement/prospectus, which forms part of a registration statement on Form S-4 filed by FIS with the SEC, constitutes a prospectus of FIS under Section 5 of the Securities Act of 1933, as amended, which we refer to as the Securities Act, with respect to the shares of FIS common stock to be issued in the merger pursuant to the merger agreement. This joint proxy statement/prospectus also constitutes a joint proxy statement for FIS and Worldpay under Section 14(a) of the Securities Exchange Act of 1934, as amended, which we refer to as the Exchange Act, with respect to the FIS share issuance proposal and the FIS adjournment proposal, in the case of FIS, and the Worldpay merger proposal, Worldpay compensation proposal and Worldpay adjournment proposal, in the case of Worldpay. In addition, this joint proxy statement/prospectus constitutes a notice of meeting with respect to the FIS special meeting and the Worldpay special meeting.

No one has been authorized to provide you with information that is different from that contained in, or incorporated by reference into, this joint proxy statement/prospectus. Neither FIS nor Worldpay take any responsibility for, and provide no assurance as to the reliability of, any other information that others may give you. This joint proxy statement/prospectus is dated [ ], 2019. You should not assume that the information contained in this joint proxy statement/prospectus is accurate as of any date other than that date. You should not assume that the information incorporated by reference herein is accurate as of any date other than the date of such information. Neither the mailing of this joint proxy statement/prospectus to FIS shareholders or Worldpay stockholders nor the issuance by FIS of shares of FIS common stock in the merger will create any implication to the contrary.

This joint proxy statement/prospectus does not constitute an offer to sell, or the solicitation of an offer to buy, any securities, or the solicitation of a proxy, in any jurisdiction to or from any person to whom it is unlawful to make any such offer or solicitation. Information contained in or incorporated by reference herein regarding FIS has been provided by FIS and information contained in or incorporated by reference herein regarding Worldpay has been provided by Worldpay.

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