

TOTAL SYSTEM SERVICES INC  
Form 4  
February 08, 2007

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
LIPHAM JAMES B

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)  
02/08/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. EVP and CFO

COLUMBUS, GA 31902

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

(City) (State) (Zip)

**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)	(A) or (D)	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 Indirect Beneficial Ownership (Instr. 4)
common stock						600	I	By Spouse
common stock	02/08/2007		M	60,000	A	\$ 13.17 153,047	D	
common stock	02/08/2007		S	1,100	D	\$ 31.38 151,947	D	
common stock	02/08/2007		S	200	D	\$ 31.39 151,747	D	
common stock	02/08/2007		S	800	D	\$ 31.4 150,947	D	

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common stock	02/08/2007	S	2,400	D	\$ 31.41	148,547	D
common stock	02/08/2007	S	300	D	\$ 31.44	148,247	D
common stock	02/08/2007	S	200	D	\$ 31.45	148,047	D
common stock	02/08/2007	S	300	D	\$ 31.49	147,747	D
common stock	02/08/2007	S	2,000	D	\$ 31.5	145,747	D
common stock	02/08/2007	S	3,600	D	\$ 31.51	142,147	D
common stock	02/08/2007	S	5,900	D	\$ 31.52	136,247	D
common stock	02/08/2007	S	200	D	\$ 31.53	136,047	D
common stock	02/08/2007	S	1,100	D	\$ 31.54	134,947	D
common stock	02/08/2007	S	400	D	\$ 31.55	134,547	D
common stock	02/08/2007	S	300	D	\$ 31.56	134,247	D
common stock	02/08/2007	S	1,200	D	\$ 31.57	133,047	D
common stock	02/08/2007	S	2,200	D	\$ 31.58	130,847	D
common stock	02/08/2007	S	4,300	D	\$ 31.59	126,547	D
common stock	02/08/2007	S	2,700	D	\$ 31.6	123,847	D
common stock	02/08/2007	S	1,700	D	\$ 31.61	122,147	D

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

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(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
employee stock option (right to buy)	\$ 13.17	02/08/2007		M	60,000	11/03/2002 <sup>(1)</sup> 11/02/2007	common stock 60,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIPHAM JAMES B P. O. BOX 120 COLUMBUS, GA 31902			Sr. EVP and CFO	

## Signatures

Garilou Page,  
Attorney-in-Fact

02/08/2007

\*\*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) The vesting for the options was as follows: 10% on 11/3/1998; 10% on 11/3/1999; 10% on 11/3/2000; 10% on 11/3/2001 and the remaining 60% on 11/3/2002.

### Remarks:

This is the first of two Forms 4 filed by the reporting person on the same date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.