

BREAM ROBERT W
Form 4
November 08, 2004

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BREAR ROBERT W

(Last) (First) (Middle)

11720 AMBER PARK
DRIVE, SUITE 600

(Street)

ALPHARETTA, GA 30004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
CERTEGY INC [CEY]

3. Date of Earliest Transaction
(Month/Day/Year)
11/04/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title below) _____ Other (specify below)

SVP and Group Executive

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/04/2004		M		9,366	A	\$ 24.54	39,133	D
Common Stock	11/04/2004		S		9,366	D	\$ 35.1012	29,767	D
Common Stock	11/04/2004		M		5,104	A	\$ 32.55	34,871	D
Common Stock	11/04/2004		S		5,104	D	\$ 35.1012	29,767	D
Common Stock	11/04/2004		M		33,333	A	\$ 18.97	63,100	D

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Common Stock	11/04/2004	S	33,333	D	\$ 35.1012	29,767	D	
Common Stock	11/04/2004	M	21,687	A	\$ 18.97	51,454	D	
Common Stock	11/04/2004	S	21,687	D	\$ 35.1012	29,767	D	
Common Stock	11/04/2004	M	2,500	A	\$ 24.87	32,267	D	
Common Stock	11/04/2004	S	2,500	D	\$ 35.1012	29,767	D	
Common Stock	11/04/2004	M	825	A	\$ 29.46	30,592	D	
Common Stock	11/04/2004	S	825	D	\$ 35.1012	29,767	D	
Common Stock	11/05/2004	M	15,343	A	\$ 18.97	45,110	D	
Common Stock	11/05/2004	S	8,400	D	\$ 35.4	36,710	D	
Common Stock						89.11	I	By 401(k) Plan

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)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 24.54	11/04/2004		M		9,366		02/07/2003	02/07/2013	Common Stock	9,366

Employee Stock Option (right to buy)	\$ 32.55	11/04/2004	M	5,104	<u>(1)</u>	02/04/2011	Common Stock	5,104
Employee Stock Option (right to buy)	\$ 18.97	11/04/2004	M	33,333	<u>(2)</u>	09/23/2012	Common Stock	33,333
Employee Stock Option (right to buy)	\$ 18.97	11/04/2004	M	21,687	<u>(3)</u>	09/23/2012	Common Stock	21,687
Employee Stock Option (right to buy)	\$ 24.87	11/04/2004	M	2,500	<u>(4)</u>	03/24/2013	Common Stock	2,500
Employee Stock Option (right to buy)	\$ 29.46	11/04/2004	M	825	<u>(5)</u>	06/16/2013	Common Stock	825
Employee Stock Option (right to buy)	\$ 18.97	11/05/2004	M	15,343	<u>(6)</u>	09/23/2012	Common Stock	15,343

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BREAM ROBERT W 11720 AMBER PARK DRIVE SUITE 600 ALPHARETTA, GA 30004			SVP and Group Executive	

Signatures

Pamela Tefft, as Attorney-in-Fact for Robert W. Bream, pursuant to a Power of Attorney on File

11/08/2004

****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 option consisting of 20,001 shares vests in four installments as follows: 5,104 shares on 2/4/2004, 5,104 and 4,689 shares, respectively, on 12/31/2004, 12/31/2005 and 12/31/2006.
- (2) The option consisting of 100,000 shares vests in two installments as follows: 33,333 shares on 1/28/2004 and 66,667 shares on 9/23/2009.
- (3) The option consisting of 28,916 shares fully vests in four equal annual installments of 7,229 shares each beginning on 9/23/2002, which was the date of grant.
- (4) The option consisting of 5,000 shares fully vests in two equal annual installments of 2,500 shares each beginning on 3/24/2004, which was the first anniversary of the date of grant.
- (5) The option consisting of 1,650 shares fully vests in two equal annual installments of 825 shares each beginning on 6/16/2004 which was the first anniversary of the date of grant.
- (6) The option consisting of 21,084 shares vests in four equal annual installments of 5,271 shares each beginning on 9/23/2002, which was the date of the grant.

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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