

TOTAL SYSTEM SERVICES INC
Form 4
September 07, 2005

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 *
WOODS M TROY

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)
09/06/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

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)	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)
			Code	V	Amount	(A) or (D)	Price
common stock	09/06/2005		M		55,000	A	\$ 13.17
common stock	09/06/2005		S		39,400	D	\$ 23.6
common stock	09/06/2005		S		5,200	D	\$ 23.62
common stock	09/06/2005		S		1,000	D	\$ 23.63
common stock	09/06/2005		S		1,700	D	\$ 23.65

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common stock	09/06/2005	S	200	D	\$ 23.67	116,856	D	
common stock	09/06/2005	S	1,500	D	\$ 23.68	115,356	D	
common stock	09/06/2005	S	1,200	D	\$ 23.72	114,156	D	
common stock	09/06/2005	S	800	D	\$ 23.73	113,356	D	
common stock	09/06/2005	S	1,000	D	\$ 23.74	112,356	D	
common stock	09/06/2005	S	1,000	D	\$ 23.77	111,356	D	
common stock	09/06/2005	S	2,000	D	\$ 23.81	109,356 ⁽¹⁾	D	
common stock						2,279	I	By Spouse
common stock						641	I	Held for Child

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)	\$ 13.17	09/06/2005		M	55,000	11/03/2002 ⁽²⁾	11/02/2007	common stock	55,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODS M TROY P. O. BOX 120 COLUMBUS, GA 31902	X		President and COO	

Signatures

Garilou Page,
Attorney-in-Fact

09/07/2005

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) All amounts in column 5 of Table I include shares acquired through dividend reinvestment and through the issuer's employee stock purchase plan.
 - (2) These employee stock options, granted to the reporting person on 11/3/1997, vested 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.

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.