TOTAL SYSTEM SERVICES INC

Form 4

January 17, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

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response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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(b).

1. Name and Address of Reporting Person * **USSERY RICHARD W**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

TOTAL SYSTEM SERVICES INC

(Check all applicable)

[TSS]

(Middle)

(Last) (First) 3. Date of Earliest Transaction (Month/Day/Year)

X_ Director Officer (give title below)

10% Owner Other (specify

P. O. BOX 120

01/15/2008

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

COLUMBUS, GA 31902

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

4. Securities 3. TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4)

(Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Stock Option	\$ 23.9	01/15/2008		A <u>(1)</u>	86,176		01/15/2008(2)	02/08/2009	Common Stock	86,1
Stock Option	\$ 18.87	01/15/2008		A <u>(1)</u>	46,955		01/15/2008(2)	01/19/2010	Common Stock	46,9
Stock Option	\$ 27.62	01/15/2008		A <u>(1)</u>	38,128		01/15/2008(2)	01/16/2011	Common Stock	38,1
Stock Option	\$ 30.28	01/15/2008		A <u>(1)</u>	478,652		05/10/2008	05/09/2011	Common Stock	478,
Stock Option	\$ 27.68	01/15/2008		A <u>(1)</u>	40,640		01/15/2008(2)	04/28/2012	Common Stock	40,6
Stock Option	\$ 26.85	01/15/2008		A(1)	61,894		01/15/2008(2)	01/20/2014	Common Stock	61,8
Stock Option	\$ 28.02	01/15/2008		A <u>(1)</u>	62,963		01/15/2008(2)	01/20/2015	Common Stock	62,9

Reporting Owners

Reporting Owner Name / Address	Relationships						
• •	Director	10% Owner	Officer	Other			
USSERY RICHARD W P. O. BOX 120 COLUMBUS, GA 31902	X						

Signatures

/s/ Richard W. Ussery by Garilou Page as Attorney-in-Fact

01/17/2008

**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).

These stock options were issued in replacement of options to purchase common shares in Synovus Financial Corp. ("Synovus") in connection with the spin-off by Synovus of the Issuer's shares. The number and exercise price of the replacement options were

- (1) determined in accordance with the Employee Matters Agreement entered into in connection with the spin-off, under which the exercise price and exchange ratio became fixed on January 15, 2008. The formula was designed to preserve the economic value of the cancelled options.
- (2) This option fully vested prior to the replacement date, January 15, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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