

Edgar Filing: Fidelity National Information Services, Inc. - Form 8-K

Fidelity National Information Services, Inc.
Form 8-K
April 09, 2018

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported):
April 4, 2018

Fidelity National Information Services, Inc.
(Exact name of Registrant as Specified in its Charter)

1-16427
(Commission File Number)

Georgia 37-1490331
(State or Other Jurisdiction of Incorporation or Organization) (IRS Employer Identification Number)
601 Riverside Avenue
Jacksonville, Florida 32204
(Addresses of Principal Executive Offices)

(904) 438-6000
(Registrant's Telephone Number, Including Area Code)
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 13(a) of the Exchange Act. ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On April 4, 2018, Frank R. Martire, a Director and Chairman of the Board of Directors (the “Board”) of Fidelity National Information Services, Inc. (the “Corporation”) notified the Corporation of his intention to retire from the Board when his term expires at the Corporation’s upcoming 2018 Annual Meeting of the Shareholders. Mr. Martire’s decision not to stand for re-election was based on his desire to pursue other interests and was not the result of any disagreements with the Board or the Corporation on matters related to the Corporation’s operations, policies or practices.

As part of the Corporation’s planned succession, the Board elected Gary Norcross to be the Chairman of the Board effective at the expiration of Mr. Martire’s term at the conclusion of the Corporation’s upcoming 2018 Annual Meeting of the Shareholders. Mr. Norcross is also the President and Chief Executive Officer of the Corporation.

Keith Hughes, who was elected by the Board to serve as the Lead Independent Director of the Board in February, will continue in that role.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Fidelity National Information Services, Inc.

Date: April 9, 2018 By: /s/ Marc M. Mayo

Name: Marc M. Mayo

Title: Corporate Executive Vice President,
Chief Legal Officer and Corporate Secretary