

TOTAL SYSTEM SERVICES INC  
Form S-8 POS  
December 01, 2011

As filed with the Securities and Exchange Commission on December 1, 2011

Registration File No. 33-17376

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

*UNDER*

*THE SECURITIES ACT OF 1933*

**Total System Services, Inc.**

(Exact name of each registrant as specified in its charter)

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Georgia  
(State or other jurisdiction of  
incorporation or organization)

58-1493818  
(I.R.S. employer  
identification number)

**One TSYS Way**

**Columbus, Georgia 31901**

**(706) 649-2310**

(Address, including zip code, and telephone number,  
including area code, of registrant's principal executive offices)

**Total System Services, Inc. Director Stock Purchase Plan**

(Full title of the Plan)

**Kathleen Moates**

**Senior Deputy General Counsel**

**Total System Services, Inc.**

**One TSYS Way**

**Columbus, Georgia 31901**

**(706) 649-2310**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

**DEREGISTRATION OF SECURITIES**

The purpose of this Post-Effective Amendment No. 1 is to deregister any shares and plan participation interests remaining under the Registration Statement on Form S-8 (Registration No. 33-17376) previously filed by Total System Services, Inc. (the Company) on September 23, 1987 with the Securities and Exchange Commission, pertaining to the registration of shares of the Company's common stock, par value \$.10 per share, and plan participation interests offered to directors of the Company pursuant to the Total System Services, Inc. Director Stock Purchase Plan (Plan). The Plan has been terminated by the Company's Board of Directors.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Columbus, state of Georgia, on the 1st day of December, 2011.

TOTAL SYSTEM SERVICES, INC.

By: /s/ Philip W. Tomlinson  
Philip W. Tomlinson,

Principal Executive Officer and

Chairman of the Board

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement No. 33-17376 has been signed below by the following persons in the capacities and on the dates indicated.

/s/ Philip W. Tomlinson  
Philip W. Tomlinson,

Date: December 1, 2011

Chief Executive Officer and  
Chairman of the Board of Directors  
(Principal Executive Officer)

/s/ M. Troy Woods  
M. Troy Woods,  
President and Director

Date: December 1, 2011

/s/ James B. Lipham  
James B. Lipham,  
Senior Executive Vice President,  
Chief Financial Officer  
(Principal Financial Officer)

Date: December 1, 2011

/s/ Dorenda K. Weaver  
Dorenda K. Weaver,  
Chief Accounting Officer  
(Principal Accounting Officer)

Date: December 1, 2011

James H. Blanchard,  
Director

Date:

/s/ Richard Y. Bradley  
Richard Y. Bradley,

Date: December 1, 2011

Director

/s/ Kriss Cloninger III  
Kriss Cloninger III,  
Director

Date: December 1, 2011

/s/ Walter W. Driver, Jr.  
Walter W. Driver, Jr.,  
Director

Date: December 1, 2011

/s/ Gardiner W. Garrard, Jr.  
Gardiner W. Garrard, Jr.,  
Director

Date: December 1, 2011

/s/ Sidney E. Harris  
Sidney E. Harris,  
Director

Date: December 1, 2011

/s/ Mason H. Lampton  
Mason H. Lampton,  
Director

Date: December 1, 2011

/s/ H. Lynn Page  
H. Lynn Page,  
Director

Date: December 1, 2011

/s/ W. Walter Miller, Jr.  
W. Walter Miller, Jr.,  
Director

Date: December 1, 2011

/s/ John T. Turner  
John T. Turner,  
Director

Date: December 1, 2011

/s/ Richard W. Ussery  
Richard W. Ussery,  
Director

Date: December 1, 2011

/s/ James D. Yancey  
James D. Yancey,  
Director

Date: December 1, 2011

/s/ Rebecca K. Yarbrough  
Rebecca K. Yarbrough,  
Director

Date: December 1, 2011