

TOTAL SYSTEM SERVICES INC  
 Form 4  
 February 22, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 TOMLINSON PHILIP W

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)  
 02/20/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman and CEO

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	(D)	Price
common stock					39,864	I	By Spouse
common stock					28,385	I	GRAT II
common stock	02/20/2007		M		\$ 13.17	D	714,024
common stock	02/20/2007		S		\$ 32.12	D	713,924
common stock	02/20/2007		S		\$ 32.13	D	712,424

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common stock	02/20/2007	S	1,700	D	\$ 32.14	710,724	D
common stock	02/20/2007	S	3,800	D	\$ 32.15	706,924	D
common stock	02/20/2007	S	4,000	D	\$ 32.16	702,924	D
common stock	02/20/2007	S	4,100	D	\$ 32.17	698,824	D
common stock	02/20/2007	S	8,900	D	\$ 32.18	689,924	D
common stock	02/20/2007	S	5,700	D	\$ 32.19	684,224	D
common stock	02/20/2007	S	8,200	D	\$ 32.2	676,024	D
common stock	02/20/2007	S	7,500	D	\$ 32.21	668,524	D
common stock	02/20/2007	S	4,000	D	\$ 32.22	664,524	D
common stock	02/20/2007	S	7,500	D	\$ 32.23	657,024	D
common stock	02/20/2007	S	7,300	D	\$ 32.24	649,724	D
common stock	02/20/2007	S	4,200	D	\$ 32.25	645,524	D
common stock	02/20/2007	S	2,500	D	\$ 32.26	643,024	D
common stock	02/20/2007	S	3,700	D	\$ 32.27	639,324	D
common stock	02/20/2007	S	3,500	D	\$ 32.28	635,824	D
common stock	02/20/2007	S	5,000	D	\$ 32.29	630,824	D
common stock	02/20/2007	S	3,300	D	\$ 32.3	627,524	D
common stock	02/20/2007	S	400	D	\$ 32.31	627,124	D
common stock	02/20/2007	S	1,500	D	\$ 32.32	625,624	D
common stock	02/20/2007	S	1,400	D	\$ 32.33	624,224	D
	02/20/2007	S	4,900	D		619,324	D

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common stock					\$ 32.34		
common stock	02/20/2007		S	200	D	\$ 32.35	619,124 D
common stock	02/20/2007		S	600	D	\$ 32.36	618,524 D
common stock	02/20/2007		S	500	D	\$ 32.38	618,024 D
common stock	02/20/2007		S	3,500	D	\$ 32.4	614,524 D

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
employee stock option (right to buy)	\$ 13.17	02/20/2007		M	100,000	11/03/2002 <sup>(1)</sup> 11/02/2007	common stock	100,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOMLINSON PHILIP W P. O. BOX 120 COLUMBUS, GA 31902	X		Chairman and CEO	

## Signatures

Garilou Page,  
Attorney-in-Fact

02/20/2007

\_\_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) These employee stock options 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.

### Remarks:

This is the first of two Forms 4 filed by the reporting person on the same date to report the exercise of an employee stock option.

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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