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TOTAL SYSTEM SERVICES INC

Form S-8 March 31, 2003

As filed with the Securities and Exchange Commission on March 31, 2003 Registration File No. _____

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM S-8
REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933

TOTAL SYSTEM SERVICES, INC.

(Exact name of registrant as specified in its charter)

Georgia 54-1493818

(State or other jurisdiction of incorporation or organization) (IRS Employer Identification No.)

1600 First Avenue Columbus, Georgia

(Address of Principal (Zip Code)

Executive Offices)

TOTAL SYSTEM SERVICES, INC. 2002 LONG-TERM INCENTIVE PLAN (Full Title of the Plan)

Kathleen Moates
Senior Deputy General Counsel
Total System Services, Inc.
901 Front Avenue
Suite 202

Columbus, Georgia 31901 (706) 649-4818

(Name, address, including zip code, and telephone number,

including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

31901

Title of Proposed Proposed

Securities Amount Maximum Maximum

to be to be Offering Aggregate

Registered Registered Price Per Share Offering Price

Common Stock, 9,355,299