

INTERCEPT INC
Form DEFA14A
October 29, 2004

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

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

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- x Definitive Additional Materials
- .. Soliciting Material Pursuant to §240.14a-12

INTERCEPT, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- .. No fee required.
- .. Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

Common Stock; Series B Preferred Stock

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

\$18.90

(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

x Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

PRESS RELEASE

Contact: Carole Collins

Investor Relations Director

(770) 248-9600

**INTERCEPT RECEIVES EARLY TERMINATION OF HART-SCOTT-RODINO
WAITING PERIOD FOR MERGER WITH FIDELITY NATIONAL FINANCIAL**

ATLANTA, GA (October 29, 2004) - InterCept, Inc. (Nasdaq: ICPT), a leading provider of technology products and services for financial institutions, announced today that it received early termination of all waiting periods under the Hart-Scott-Rodino Antitrust Improvements Act relating to its acquisition by Fidelity National Financial, Inc. (NYSE: FNF). The closing of the transaction remains subject to other customary conditions, including the approval of InterCept's shareholders. The meeting of InterCept shareholders to vote on the transaction will be held at InterCept's corporate office at 3150 Holcomb Bridge Road, Suite 200, Norcross, Georgia at 10:00 a.m. local time on Monday, November 8, 2004.

About InterCept

InterCept, Inc. provides innovative technology products and services to the financial industry, including core processing, check imaging and item processing, electronic funds transfer, debit card processing, communications management and related products and services. The company serves over 2,000 clients nationwide and is a leading provider of check imaging solutions with over 30 fully image-enabled processing centers from coast to coast. Visit <http://www.intercept.net>, email info@intercept.net or call 770.248.9600 for more information.