

SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 -----

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

EQUIFAX INC.

(Exact name of Registrant as specified in its charter)

Georgia  
 (State or other jurisdiction of  
 incorporation or organization)

57-0401110  
 (I.R.S. Employer  
 Identification Number)

\_\_\_\_\_  
 1600 Peachtree Street, N.W.  
 Atlanta, Georgia 30309  
 (404) 885-8000

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

\_\_\_\_\_  
 EQUIFAX INC. 1995 EMPLOYEE STOCK INCENTIVE PLAN

\_\_\_\_\_  
 Bruce S. Richards, Esq.  
 Corporate Vice President and General Counsel  
 1600 Peachtree Street, N.W.  
 Atlanta, Georgia 30309  
 (404) 885-8000

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

Copies to:

Larry D. Ledbetter, Esq.  
 Kilpatrick Stockton LLP  
 1100 Peachtree Street, N.W.  
 Atlanta, Georgia 30309

<TABLE>  
 <CAPTION>

Calculation of Registration Fee

Title of Securities Amount of to be Registered Registration Fee	Amount to be Registered	Proposed Maximum Offering Price Per Share<F1>	Proposed Maximum Aggregate Offering Price<F1>
<S>	<C>	<C>	<C>
Common Stock, \$1.25 par \$33,777 value	3,000,000 shares	\$40.50	\$121,500,000

<FN>  
 <F1> Estimated solely for the purpose of computing the registration  
 fee. This amount was determined in accordance with Rules 457(c) and  
 457(h) (1) under the Securities Act of 1933, based on \$40.50, the  
 average of the high and low prices on the New York Stock Exchange on  
 December 1, 1998.  
 </FN>

</TABLE>  
 PART II. INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

ITEM 3. INCORPORATION OF DOCUMENTS BY REFERENCE

The following documents filed by the Registrant (file no. 000-06605) with the Commission are incorporated herein by reference and made a part hereof:

- (i) Annual Report of the Registrant on Form 10-K for the year ended December 31, 1997, as amended on May 15, 1998;
- (ii) Quarterly Reports of the Registrant on Form 10-Q for the quarters ended March 31, 1998, June 30, 1998 and September 30, 1998;
- (iii) Current Reports of the Registrant on Form 8-K filed on September 4, 1998 and September 28, 1998; and
- (iv) The description of the Common Stock in the Registrant's registration statements on Form 10, dated December 31, 1964, and on Form 8-A, filed on November 2, 1995.

All documents filed by the Registrant pursuant to Section 13(a), 13(c), 14 or 15(d) of the Exchange Act subsequent to the date hereof and prior to the filing of a post-effective amendment which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold shall be deemed to be incorporated by reference herein and to be made a part hereof from the respective dates of filing of such documents. Any statement contained in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of the Registration Statement to the extent that a statement contained herein or in any subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of the Registration Statement or this Prospectus.

Copies of the above documents (other than exhibits to such documents unless such exhibits are specifically incorporated by reference into such documents) may be obtained upon written or oral request without charge from the Registrant, 1600 Peachtree Street, N.W. Atlanta, Georgia 30309 (telephone number (404) 885-8000), Attention: Bruce S. Richards, Esq., Corporate Vice President and General Counsel.

As permitted by General Instruction E to Form S-8, in connection with this registration of additional shares the Registrant hereby incorporates by reference the contents of its registration statement on Form S-8 (file no. 033-58627) filed as of April 14, 1995.

The following required opinion, consents and power of attorney are filed herewith as part of this Registration Statement:

Exhibit Number	Description
5	Opinion of Kilpatrick Stockton LLP
23.1	Consent of Arthur Andersen LLP.
23.2	Consent of Kilpatrick Stockton LLP (included in Exhibit 5).
24	Power of Attorney (included in the signature page of this Registration Statement).

#### 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 registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Atlanta, State of Georgia, on this 30th day of November, 1998.

EQUIFAX INC.

By: /s/ David A. Post  
David A. Post  
Corporate Vice President  
and Chief Financial Officer

Each person whose signature appears below hereby constitutes and appoints C.B. Rogers, Jr., and David A. Post and either of them, as his or her true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, and in any and all capacities, to sign any and all amendments (including post-effective amendments) to this Registration Statement on Form S-8 and to cause the same to be filed, with all exhibits thereto and other documents in connection therewith,

with the Securities and Exchange Commission, hereby granting to said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in connection therewith, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all acts and things that said attorneys-in-fact and agents, or either of them or their substitutes or substitute, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons in the capacities and on the dates indicated.

Signature -----	Title -----	Date ----
<S> /s/ C. B. Rogers, Jr. C. B. Rogers, Jr.	<C> Chairman of the Board	<C> November 30, 1998
/s/ Thomas F. Chapman Thomas F. Chapman	President, Chief Executive Officer and Director (principal executive officer)	November 30, 1998
/s/ David A. Post David A. Post	Corporate Vice President and Chief Financial Officer (principal financial officer)	November 30, 1998
/s/ Philip J. Mazzilli Philip J. Mazzilli	Corporate Vice President, Treasurer and Controller (principal accounting officer)	November 30, 1998
Signature -----	Title -----	Date ----
<S>	<C>	<C>
<hr style="width: 20%; margin-left: 0;"/> D. W. McGlaughlin	Director	
/s/ Lee A. Ault, III Lee A. Ault, III	Director	November 30, 1998
/s/ John L. Clendenin John L. Clendenin	Director	November 20, 1998
/s/ A. W. Dahlberg A. W. Dahlberg	Director	November 24, 1998
/s/ Robert P. Forrestal Robert P. Forrestal	Director	November 23, 1998
/s/ L. Phillip Humann L. Phillip Humann	Director	November 30, 1998
/s/ Larry L. Prince Larry L. Prince	Director	November 30, 1998
/s/ D. Raymond Riddle D. Raymond Riddle	Director	November 24, 1998
/s/ Betty L. Siegel, Ph.D. Betty L. Siegel, Ph.D.	Director	November 20, 1998
/s/ Louis W. Sullivan, M.D. Louis W. Sullivan, M.D.	Director	November 24, 1998

EXHIBIT INDEX

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</TABLE>

EXHIBIT 5  
Kilpatrick Stockton LLP  
1100 Peachtree Street  
Suite 2800  
Atlanta, Georgia 30309-4530  
(404) 815-6175

December 4, 1998

Equifax Inc.  
1600 Peachtree Street, N.W.  
Atlanta, Georgia 30309

Re: Form S-8 Registration Statement -- Equifax Inc.  
Equifax Inc. 1995 Employee Stock Incentive Plan

Gentlemen:

We have acted as counsel for Equifax Inc., a Georgia corporation (the "Company"), in connection with the preparation and filing of the form S-8 Registration Statement relating to the registration of 3,000,000 shares of the Company's common stock, \$1.25 par value (the "Common Stock"), which is to be offered pursuant to the Company's 1995 Employee Stock Incentive Plan (the "Plan"). In connection with the preparation of said Registration Statement, we have examined certificates of public officials and originals or copies of such corporate records, documents and other instruments relating to the authorization and issuance of the shares of Common Stock as we have deemed relevant under the circumstances.

On the basis of the foregoing, it is our opinion that:

The Company was duly organized and incorporated and is validly existing under the laws of the State of Georgia, with an authorized capitalization consisting of 300,000,000 shares of Common Stock, par value \$1.25 per share, and 10,000,000 shares of Preferred Stock, par value \$.01 per share.

The shares of Common Stock to be registered have been duly authorized, and the shares, when issued in accordance with the terms and conditions of the Plan, will be validly issued, fully paid and nonassessable.

We hereby consent to the filing of this opinion as an exhibit to said Registration Statement.

Sincerely,

KILPATRICK STOCKTON LLP

By:/s/ Larry D. Ledbetter  
Larry D. Ledbetter, a partner

EXHIBIT 23.1

CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of our report dated February 19, 1998 included in Equifax Inc.'s Annual Report on Form 10-K for the year ended December 31, 1997, as amended on May 15, 1998, and to our reports included in or made a part of the Company's previously filed Registration Statement File No. 033-58627.

ARTHUR ANDERSEN LLP

Atlanta, Georgia  
December 4, 1998