

FORM 10-Q
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

QUARTERLY REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 1997

OR

TRANSITION REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period ended _____

Commission File Number 1-6605

EQUIFAX INC.

(Exact name of registrant as specified in its charter)

Georgia

58-0401110

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

1600 Peachtree Street, N.W. Atlanta, Georgia
P.O. Box 4081, Atlanta, Georgia

30302

(Address of principal executive offices)

(Zip Code)

404-885-8000

(Registrant's telephone number, including area code)

None

(Former name, former address and former fiscal year, if changed since
last report)

Indicate by check mark whether the registrant (1) has filed all reports required
to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934
during the preceding 12 months (or for such shorter period that the registrant
was required to file such reports), and (2) has been subject to such filing
requirements for the past 90 days. Yes X No
--- ---

Indicate the number of shares outstanding of each of the issuer's classes of
common stock, as of the latest practicable date.

Class -----	Outstanding at June 30, 1997 -----
Common Stock, \$1.25 Par Value	150,887,403 -----

INDEX

Page No.

Part I. Financial Information

Consolidated Balance Sheets -- June 30, 1997 and December 31, 1996	2 - 3
Consolidated Statements of Income -- Three Months Ended June 30, 1997 and 1996	4
Consolidated Statements of Income -- Six Months Ended June 30, 1997 and 1996	5
Consolidated Statement of Shareholders' Equity -- Six Months Ended June 30, 1996	6
Consolidated Statements of Cash Flows --	

Six Months Ended June 30, 1997 and 1996	7
Notes to Consolidated Financial Statement	8 - 11
Management's Discussion and Analysis of Results of Operations and Financial Condition	12 - 14
Part II. Other Information	15 - 16

1

PART I. FINANCIAL INFORMATION

CONSOLIDATED BALANCE SHEETS

(In thousands)	JUNE 30, 1997	DECEMBER 31, 1996
----- (Unaudited)		
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 61,915	\$ 48,160
Accounts receivable	238,373	227,540
Deferred income tax assets	28,019	33,016
Other current assets	47,483	36,392
	-----	-----
Total current assets	375,790	345,108
	-----	-----
PROPERTY AND EQUIPMENT:		
Land, buildings and improvements	23,792	18,739
Data processing equipment and furniture	188,696	191,302
	-----	-----
	212,488	210,041
Less accumulated depreciation	118,507	123,177
	-----	-----
	93,981	86,864
	-----	-----
GOODWILL	336,586	313,760
	-----	-----
PURCHASED DATA FILES	98,858	84,025
	-----	-----
OTHER ASSETS	195,585	181,347
	-----	-----
NET ASSETS OF DISCONTINUED OPERATIONS	215,067	196,414
	-----	-----
	\$ 1,315,867	\$ 1,207,518
	=====	=====

The notes on pages 8 through 11 are an integral part of these consolidated balance sheets.

2

<TABLE>

<CAPTION>

CONSOLIDATED BALANCE SHEETS

(In thousands, except par value)	JUNE 30, 1997	DECEMBER 31, 1996
----- (Unaudited)		
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Short-term debt and current maturities of long-term debt	\$ 6,647	\$ 59,563
Accounts payable	76,981	71,801

Accrued salaries and bonuses	14,071	27,682
Income taxes payable	24,976	18,321
Other current liabilities	189,926	152,348
	-----	-----
Total current liabilities	312,601	329,715
	-----	-----
LONG-TERM DEBT, LESS CURRENT MATURITIES	382,786	304,942
	-----	-----
POSTRETIREMENT BENEFIT OBLIGATIONS	24,153	23,778
	-----	-----
LONG-TERM DEFERRED REVENUE	48,146	42,964
	-----	-----
OTHER LONG-TERM LIABILITIES	83,359	81,169
	-----	-----
COMMITMENTS AND CONTINGENCIES (Note 6)		
SHAREHOLDERS' EQUITY:		
Common stock, \$1.25 par value; shares authorized - 300,000; issued - 172,046 in 1997 and 170,859 in 1996; outstanding - 144,334 in 1997 and 144,876 in 1996	215,058	213,573
Preferred stock, \$0.01 par value; shares authorized - 10,000; issued and outstanding - none in 1997 or 1996	--	--
Paid-in capital	224,639	207,142
Retained earnings	471,790	396,340
Cumulative foreign currency translation adjustment	(7,039)	(3,913)
Treasury stock, at cost, 21,159 shares in 1997 and 19,430 shares in 1996	(375,059)	(323,625)
Stock held by employee benefits trusts, at cost, 6,553 shares in 1997 and 1996	(64,567)	(64,567)
	-----	-----
Total shareholders' equity	464,822	424,950
	-----	-----
	\$ 1,315,867	\$ 1,207,518
	=====	=====

</TABLE>

The notes on pages 8 through 11 are an integral part of these consolidated balance sheets.

3

<TABLE>
<CAPTION>
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

(In thousands, except per share amounts)	THREE MONTHS ENDED	
	1997	1996
	JUNE 30,	
	1997	1996
	-----	-----
<S>	<C>	<C>
Operating revenue	\$ 342,966	\$ 300,812
	-----	-----
Costs of services	196,028	172,028
Selling, general and administrative expenses	69,174	66,629
Asset impairment (Note 8)	--	10,313
	-----	-----
Total operating expenses	265,202	248,970
	-----	-----
Operating income	77,764	51,842
Other income, net	42,791	9,036
Interest expense	(5,335)	(3,571)
	-----	-----
Income from continuing operations before income taxes	115,220	57,307
Provision for income taxes	54,030	22,722
	-----	-----
Income from continuing operations	61,190	34,585

Discontinued operations:		
Income from discontinued operations, net of income taxes of \$5,776 in 1997 and \$4,391 in 1996	8,160	6,545
Costs associated with effecting the spinoff, net of income tax benefit of \$2,154	(12,887)	--
Total discontinued operations	(4,727)	6,545
Net income	\$ 56,463	\$ 41,130
Weighted average common shares outstanding	144,575	145,923
Per common share:		
Income from continuing operations	\$ 0.42	\$ 0.24
Income from discontinued operations	0.06	0.04
Costs associated with effecting the spinoff	(0.09)	--
Net income	\$ 0.39	\$ 0.28
Dividends	\$ 0.088	\$ 0.083

</TABLE>

The notes on pages 8 through 11 are an integral part of these consolidated statements.

4

<TABLE>
<CAPTION>
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

(In thousands, except per share amounts)	SIX MONTHS ENDED JUNE 30,	
	1997	1996
<S>	<C>	<C>
Operating revenue	\$ 655,028	\$ 587,949
Costs of services	378,731	340,314
Selling, general and administrative expenses	129,986	128,490
Asset impairment (Note 8)	--	10,313
Total operating expenses	508,717	479,117
Operating income	146,311	108,832
Other income, net	43,163	9,412
Interest expense	(9,804)	(7,235)
Income from continuing operations before income taxes	179,670	111,009
Provision for income taxes	79,939	44,015
Income from continuing operations	99,731	66,994
Discontinued operations:		
Income from discontinued operations, net of income taxes of \$10,179 in 1997 and \$7,386 in 1996	14,336	10,981
Costs associated with effecting the spinoff, net of income tax benefit of \$2,154	(12,887)	--
Total discontinued operations	1,449	10,981
Net income	\$ 101,180	\$ 77,975
Weighted average common shares outstanding	144,875	146,296

Per common share:

Income from continuing operations	\$ 0.69	\$ 0.46
Income from discontinued operations	0.10	0.08
Costs associated with effecting the spinoff	(0.09)	--
	-----	-----
Net income	\$ 0.70	\$ 0.53
	=====	=====
Dividends	\$ 0.170	\$ 0.165
	=====	=====

</TABLE>

The notes on pages 8 through 11 are an integral part of these consolidated statements.

5

<TABLE>
<CAPTION>

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY (UNAUDITED)

(In thousands)	SIX MONTHS ENDED	
	June 30, 1997	
<S>	<C>	
COMMON STOCK:		
Balance at beginning of period	\$	213,573
Shares issued under stock plans		1,485

Balance at end of period	\$	215,058
		=====
PAID-IN CAPITAL:		
Balance at beginning of period	\$	207,142
Shares issued under stock plans		16,383
Other		1,114

Balance at end of period	\$	224,639
		=====
RETAINED EARNINGS:		
Balance at beginning of period	\$	396,340
Net income		101,180
Cash dividends paid		(25,730)

Balance at end of period	\$	471,790
		=====
CUMULATIVE FOREIGN CURRENCY TRANSLATION ADJUSTMENT:		
Balance at beginning of period	\$	(3,913)
Adjustment during period		(3,126)

Balance at end of period	\$	(7,039)
		=====
TREASURY STOCK:		
Balance at beginning of period	\$	(323,625)
Cost of shares repurchased		(51,434)

Balance at end of period	\$	(375,059)
		=====
STOCK HELD BY EMPLOYEE BENEFITS TRUSTS:		
Balance at beginning of period	\$	(64,567)
Cost of shares reissued under stock plans		--

Balance at end of period	\$	(64,567)
		=====

</TABLE>

The notes on pages 8 through 11 are an integral part of this consolidated statement.

6

<TABLE>
<CAPTION>

(In thousands)	SIX MONTHS ENDED	
	JUNE 30,	
	1997	1996
<S>	<C>	<C>
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)		
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$ 101,180	\$ 77,975
Exclude: Income from discontinued operations	(14,336)	(10,981)
Costs associated with effecting the spinoff	12,887	--
	-----	-----
Income from continuing operations	99,731	66,994
Adjustments to reconcile income from continuing operations to net cash provided by operating activities of continuing operations:		
Depreciation and amortization	36,669	33,134
Gain from sale of business	(42,798)	--
Asset impairment write-off	--	10,313
Gain from sale of long-term investments	--	(8,232)
Changes in assets and liabilities:		
Accounts receivable, net	(12,599)	(2,880)
Current liabilities, excluding debt	9,391	12,489
Other current assets	(9,764)	12,018
Deferred income taxes	5,711	(2,545)
Other long-term liabilities, excluding debt	5,112	51,534
Other assets	2,222	(4,820)
	-----	-----
Net cash provided by operating activities of continuing operations	93,675	168,005
	-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES:		
Additions to property and equipment	(18,647)	(19,964)
Additions to other assets, net	(32,407)	(12,805)
Acquisitions, net of cash acquired	(63,684)	(23,725)
Proceeds from sale of business	80,998	--
Proceeds from sale of long-term investments	--	18,356
	-----	-----
Net cash used in investing activities of continuing operations	(33,740)	(38,138)
	-----	-----
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net short-term borrowings	2,400	24,075
Additions to long-term debt	18,641	244
Payments on long-term debt	(991)	(38,207)
Dividends paid	(25,730)	(25,381)
Treasury stock purchases	(51,434)	(77,259)
Proceeds from exercise of stock options	13,225	17,985
Other	1,114	1,081
	-----	-----
Net cash used in financing activities of continuing operations	(42,775)	(97,462)
	-----	-----
Effect of foreign currency exchange rates on cash	1,109	124
Net cash used in discontinued operations	(4,514)	(8,191)
	-----	-----
Net cash provided	13,755	24,338
	-----	-----
Cash and cash equivalents, beginning of period	48,160	25,491
	-----	-----
Cash and cash equivalents, end of period	\$ 61,915	\$ 49,829
	=====	=====

</TABLE>

The notes on pages 8 through 11 are an integral part of these consolidated statements.

7

The financial statements included herein have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. This information reflects all adjustments which are, in the opinion of management, necessary for a fair statement of the financial position of the Company as of June 30, 1997 and the results of operations for the three and six months ended June 30, 1997 and 1996, and the cash flows for the six months ended June 30, 1997 and 1996. All adjustments made have been of a normal recurring nature. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. The Company believes that disclosures are adequate to make the information presented not misleading. It is suggested that these financial statements be read in conjunction with the financial statements and the notes thereto included in the Company's annual report on Form 10-K for the year ended December 31, 1996.

2. NATURE OF OPERATIONS:

The Company principally provides information services to businesses that help them grant credit and authorize and process credit card and check transactions. The principal lines of business are credit services and payment services. The principal markets for both credit and payment services include retailers, banks and financial institutions, with credit services also serving the telecommunication and utility industries. The Company's operations are predominately located within the United States.

3. DISCONTINUED OPERATIONS:

On December 9, 1996, the Company announced its intention to split into two independent, publicly traded companies by spinning off its Insurance Services industry segment, contingent on receiving a favorable ruling from the IRS regarding the tax-free status of the dividend for U.S. shareholders. In July 1997 the Company received the favorable IRS ruling and on August 7, 1997, completed the spinoff of its Insurance Services industry segment. The spinoff was accomplished by the Company's contribution of the business units that comprise the Insurance Services segment into one wholly owned subsidiary, ChoicePoint Inc. All of the common stock of ChoicePoint was then distributed to Equifax shareholders as a dividend, with one share of ChoicePoint common stock distributed for each ten shares of Equifax common stock held.

As a result of the spinoff, the Company's June 30, 1997 financial statements have been prepared with the Insurance Services segment net assets, results of operations, and cash flows isolated and shown as "discontinued operations", and all historical financial statements presented have been restated to conform to this presentation. During the second quarter, 1997, the Company recorded an expense of \$15,041,000 to reflect the net costs associated with effecting the spinoff (\$12,887,000 after tax, or \$.09 per share). These costs include duplicate software licenses, severance, legal and investment banker fees, and other related costs, partially offset by a \$17.1 million curtailment gain related to the U.S. retirement plan caused by the spinoff.

8

Summarized financial information for the discontinued operation is as follows:

<TABLE>
<CAPTION>

(In thousands) 1996	Three Months Ended June 30,		Six Months Ended June 30,	
	1997	1996	1997	1996
Revenue	\$174,331	\$144,958	\$341,028	
Income before income taxes	13,936	10,936	24,515	
Net income	8,160	6,545	14,336	

</TABLE>

<TABLE>
<CAPTION>

(In thousands)	June 30, 1997	December 31, 1996
Current assets	\$111,799	\$
Total assets	325,635	

Current liabilities	50,666
44,965	
Total liabilities	110,568
105,410	
Net assets of discontinued operations	215,067
196,414	

</TABLE>

The net assets of discontinued operations include the Company's intercompany receivable from ChoicePoint, which totaled \$89.8 million at June 30, 1997 and \$84.0 million at December 31, 1996. The balance of this intercompany receivable at July 31, 1997 will be repaid to the Company by ChoicePoint in August 1997.

4. USE OF ESTIMATES:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements as well as reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

5. SHAREHOLDERS' EQUITY:

COMMON AND PREFERRED STOCK. In May 1996, the Company's shareholders approved a Board of Directors resolution which increased the authorized Common Stock of the Company from 250 million to 300 million shares. The shareholders also approved another Board of Directors resolution to authorize 10 million shares of "blank check" preferred stock.

TREASURY STOCK. During the first six months of 1997, the Company repurchased approximately 1,728,000 of its common shares through open market transactions at an aggregate cost of \$51,434,000. In April 1997, the Company's Board of Directors authorized an additional \$100 million for future share repurchases, and as of June 30, 1997, approximately \$100 million remained available for future share repurchases.

9

6. AGREEMENT WITH COMPUTER SCIENCES CORPORATION:

The Company has an agreement with Computer Sciences Corporation (CSC) under which CSC-owned credit bureaus and certain CSC affiliate bureaus utilize the Company's credit database service. CSC and these affiliates retain ownership of their respective credit files and the revenues generated by their credit reporting activity. The Company receives a processing fee for maintaining the database and for each report supplied. The agreement expires in 1998, is renewable at the option of CSC for successive ten-year periods, and provides CSC with an option to sell its collection and credit reporting businesses to the Company. The option is currently exercisable and expires in 2013. In the event CSC does not exercise its option to sell and does not renew the agreement, or if there is a change in control of CSC, the Company has the option to purchase CSC's collection and credit reporting businesses. The option price is determined, for all purposes, in accordance with the following schedule: on or before July 31, 1998, at the price determined by certain financial formulas; and after July 31, 1998, at appraised value. The Company currently estimates the option price determined by the financial formulas to be approximately \$400 million. In its annual report for the fiscal year ended March 28, 1997, CSC stated that the option price "approximated \$538 million at March 28, 1997." The Company periodically evaluates the estimated fair value of the CSC collection and credit reporting businesses using estimates of their discounted cash flows. Based on this analysis, at June 30, 1997, the fair value of these businesses is not less than their potential purchase price.

7. ACQUISITIONS:

During the first six months of 1997, the Company acquired two risk management services businesses and the credit files of ten credit bureaus located in the United States, and also acquired the remaining 50% interest in DICOM S.A. in Chile. These business and credit file acquisitions were accounted for as purchases and had an aggregate purchase price of \$75,572,000, with \$52.7 million allocated to goodwill, \$21.5 million allocated to purchased data files, and \$13.9 million allocated to other assets (primarily software). These allocations included \$25.2 million reallocated from other assets related to the Company's first 50% equity investment in DICOM S.A. Their results of operations have been included in the consolidated statement of income from their respective dates of purchase and were not material to the results of operation of the Company.

8. ASSET IMPAIRMENT AND DIVESTITURES:

In accordance with Statement of Financial Accounting Standards No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to Be Disposed Of," in June 1996 the Company recorded a pre-tax loss of \$10,313,000 to write off certain intangible assets in the Healthcare Administrative Services business unit in its General Information Services segment.

During the fourth quarter of 1996, the Company sold all of the healthcare information business units from its General Information Services industry segment. Cash proceeds, net of related divestiture costs, totaled \$49,081,000 and resulted in an \$11,564,000 gain recorded in other income (\$1,631,000 after tax, or \$.01 per share).

During the second quarter of 1997, the Company sold its National Decision Systems business unit from its Credit Services industry segment. Cash proceeds, net of related divestiture expenses, totaled \$80,998,000 and resulted in a gain of \$42,798,000 recorded in other income (\$17,881,000 after tax, or \$.12 per share).

10

9. RECENT ACCOUNTING PRONOUNCEMENTS:

In February 1997, the Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standards No. 128 (SFAS 128), "Earnings Per Share." SFAS 128 requires companies that have publicly held common stock or common stock equivalents to present both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is calculated as income available to common stockholders divided by the weighted average number of common shares outstanding during the period. Diluted EPS is calculated to reflect the potential dilution that would occur if stock options or other contracts to issue common stock were exercised and resulted in additional common stock that would share in the earnings of the Company. This statement is effective for financial statements issued for interim and annual periods ending after December 15, 1997. The Company does not believe the adoption of SFAS 128 will have a significant impact on the Company's reported EPS.

In June 1997, the FASB issued Statement of Financial Accounting Standards No. 130, "Reporting Comprehensive Income" (SFAS 130), which establishes standards for displaying comprehensive income and its components in a full set of general-purpose financial statements. SFAS 130 is effective for fiscal years beginning after December 15, 1997.

Also in June 1997, the FASB issued Statement of Financial Accounting Standards No. 131, "Disclosures about Segments of an Enterprise and Related Information" (SFAS 131). SFAS 131 establishes standards for reporting information about operating segments in annual financial statements and requires reporting selected information about operating segments in interim financial reports issued to shareholders. SFAS 131 is effective for fiscal years beginning after December 15, 1997.

11

MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Results of Operations - (second quarter and first six months of 1997 compared to the second quarter and first six months of 1996)

On August 7, 1997, the Company completed the spinoff of its Insurance Services industry segment, "ChoicePoint" (Note 3). Accordingly, the results of operations information presented below reflect only the continuing operations of the Company.

Revenue for the second quarter and first six months increased 14% and 11% respectively over the comparable periods of 1996. Excluding the effects of divestitures (Note 8), revenue increased 22% in the second quarter with about 13 percentage points attributable to acquisitions and increased 19% in the first six months with about 11 percentage points due to acquisitions. Operating income grew 25% for the quarter and 23% year-to-date due to revenue growth in higher margin businesses and improvement in the International Operations segment.

Second quarter income from continuing operations increased from \$34.6 million to \$61.2 million, and income from continuing operations per share increased from \$0.24 to \$0.42. Excluding a second quarter 1997 gain from the sale of a business (Note 8), second quarter income from continuing operations and income from continuing operations per share each increased 25% over the prior year. For the first six months, excluding the gain from the sale of a business, income from continuing operations and income from continuing operations per share increased 22% and 24% respectively over the prior year.

Operating revenue and operating income from continuing operations by industry segment for the second quarter and first six months of 1997 and 1996 are as follows (in thousands):

<TABLE>
<CAPTION>

Months

Second Quarter

Six

Operating Revenue: 1996	1997	1996	1997
<S>	<C>	<C>	<C>
Credit Services	\$155,532	\$147,171	\$302,741
\$286,563			
Payment Services	105,519	79,252	204,339
150,850			
International Operations	79,511	57,796	143,131
112,442			
General Information Services	2,404	16,593	4,817
38,094			
	-----	-----	-----
	\$342,966	\$300,812	\$655,028
\$587,949	=====	=====	=====

<TABLE>
<CAPTION>

Operating Income (Loss):

<S>	<C>	<C>	<C>	<C>	<C>
Credit Services	\$ 56,790	\$ 51,288	\$108,912	\$ 98,827	
Payment Services	18,476	14,414	34,559	26,229	
International Operations	12,925	7,901	19,456	11,913	
General Information Services	2,217	(10,700)	4,434	(7,617)	
	-----	-----	-----	-----	
Operating Contribution	90,408	62,903	167,361	129,352	
General Corporate Expense	(12,644)	(11,061)	(21,050)	(20,520)	
	-----	-----	-----	-----	
	\$ 77,764	\$ 51,842	\$146,311	\$108,832	
	=====	=====	=====	=====	

</TABLE>

The following discussion analyzes operating results by industry segment, general corporate expense, and consolidated other income, interest expense and effective income tax rates.

12

Credit Services

Revenue in Credit Services, which includes Credit Reporting Services, Mortgage Information Services, Risk Management Services and, through May 1997, National Decision Systems (Note 8) increased 6% in both periods. After adjusting for the effect of the May 1997 sale of National Decision Systems, revenue was up 8% in the second quarter and 7% year-to-date with approximately three percentage points of these increases attributable to acquisitions. Credit Reporting Services revenue increased 7% in both periods primarily due to increased prescreening business for credit card issuers and volume growth in the telecommunications industry. Although pricing pressures continue within Credit Reporting Services, average prices for the second quarter of 1997 were virtually the same as those for the comparable period in 1996 while year-to-date average prices were down slightly from the prior year. Revenue in Risk Management Services, excluding acquisitions, increased 10% in both periods due to new business from customers outsourcing the accounts receivable management function of their business. Revenue in Mortgage Information Services was down 12% in the quarter and 30% year-to-date.

Operating income for this segment was up 11% in the quarter and 10% in the first six months due primarily to the revenue growth within Credit Reporting Services and Risk Management Services.

Payment Services

Revenue in Payment Services, which includes Card Services, Check Services and FBS Software increased 33% in the quarter and 36% in the first six months with 21 percentage points of the quarterly increase and 23 percentage points of the year-to-date increase due to the fourth quarter 1996 acquisition of CSG Card Services. Exclusive of this acquisition, Card Services revenue was up 20% in both periods with growth driven by increases in processing of both cardholder and merchant transactions. Check Services revenue was up 4% in the quarter and 6% year-to-date while FBS Software revenues were up slightly in both periods.

Operating income increased 28% in the quarter and 32% in the first six months

driven by the revenue growth within Card Services. The CSG acquisition was immaterial to this segment's operating income growth in both periods.

International Operations

International Operations revenue increased 38% in the second quarter and 27% in the first six months, with 27 percentage points of the quarterly increase and 18 percentage points of the year-to-date increase attributable to the first quarter, 1997 acquisition of the remaining 50% of DICOM S.A. in Chile and several 1996 acquisitions in Canada. Revenue in Europe increased 17% in the quarter and 13% year-to-date, while revenue in Canada increased in both periods due primarily to the 1996 acquisitions.

The increase in this segment's operating income in both periods resulted from improved performance within Europe due to the operating leverage obtained from the integration of recent acquisitions and the acquisition of the remaining 50% of DICOM.

General Information Services

This segment includes HISI, the lottery services subsidiary, and the healthcare information businesses which the Company divested in the fourth quarter 1996. After adjusting for the effect of the healthcare divestitures, HISI's revenue was up \$2.4 million in the quarter, while year-to-date revenue was about even with the prior year. The changes in HISI's revenue resulted from the Company's recognition of \$5.0 million in revenue in the first quarter of 1996 in conjunction with its \$58 million subcontracting agreement with GTECH. The remaining \$53 million was recorded as deferred revenue on the balance sheet and beginning in December 1996 is being recognized over a 66 month term, and resulted in \$2.4 million in revenue in the second quarter 1997 and \$4.8 million year-to-date.

13

Excluding a \$10.3 million second quarter 1996 expense related to asset impairments (Note 8), operating income for this segment increased \$2.6 million in the second quarter and \$1.7 million year-to-date. The improvement in both periods was due to the divestiture of the healthcare information businesses.

General Corporate Expense

The increase in general corporate expense in both periods was due primarily to increased performance share plan expense resulting from the Company's higher share price.

Other Income, Interest Expense and Effective Income Tax Rates

The increase in other income in both periods was due to a \$42.8 million gain recorded in the second quarter of 1997 related to the sale of National Decision Systems (Note 8). Second quarter 1996 other income includes an \$8.2 million gain related to the sale of the Company's investment in Physician Computer Network, Inc.

The increase in interest expense in the second quarter and first six months reflects the higher levels of borrowings due to acquisitions and share repurchases.

The increase in the effective income tax rates in both periods resulted from nondeductible goodwill related to the sale of National Decision Systems.

FINANCIAL CONDITION

The Company's financial condition remained strong during the first six months of 1997. Net cash provided by operations decreased from \$168.0 million to \$93.7 million primarily due to the first quarter 1996 receipt of \$58 million related to a lottery subcontract and the timing of payments between years for income taxes and certain other accrued expenses. Normal capital expenditures and dividend payments were met with these internally generated funds.

Other significant outlays in the first six months included \$51.4 million of treasury stock purchases (Note 5) and \$63.7 million for acquisitions (Note 7). These items were principally financed by the \$81.0 million in net proceeds from the sale of a business unit (Note 8), a combination short-term and long-term debt increases totaling \$20.1 million and excess cash from operations.

Capital expenditures for the remainder of 1997 are currently projected to be approximately \$48 million, exclusive of acquisitions. Additional expenditures are possible as opportunities arise. In April, the Company's Board of Directors authorized an additional \$100 million for future share repurchases, and at June 30, 1997, approximately \$100 million remained available for future purchases.

Significant third quarter 1997 transactions with ChoicePoint related to the spinoff (Note 3) that have occurred or will occur near the distribution date include:

- . The Company transferred \$29 million of its long-term debt to ChoicePoint.
- . The Company made a \$13 million capital contribution to ChoicePoint.
- . ChoicePoint will repay the July 31, 1997 balance of its intercompany liability to the Company. The balance totaled \$89.8 million at June 30, 1997.

The cash generated from these transactions will be used by the Company to reduce debt and/or increase short-term investments.

The remaining 1997 capital expenditures should be met with internally generated funds. At June 30, 1997, \$474.9 million was available under the Company's \$550 million revolving credit facility to fund future capital requirements, including the possible purchase of the CSC collections and credit reporting businesses (Note 6). Management feels that the Company's liquidity will remain strong in both the short-term and long-term, and that the Company has sufficient debt capacity to finance all of these requirements, if necessary.

14

PART II. OTHER INFORMATION

Item 4. Submission of Matters to a Vote of Security Holders

- (a) On April 30, 1997, the Company held its regular annual meeting of Shareholders.
- (b) Below is a brief description of each matter voted upon at the annual meeting, each more fully described in that Definitive Proxy Statement, dated March 26, 1997, as filed with the Commission on March 26, 1997, along with the respective vote tabulations:
 - (i) Election of five Directors to serve terms of three years: Daniel W. McGlaughlin (127,923,507 votes "for" and 797,575 votes withheld); Larry L. Prince (127,995,013 votes "for" and 726,069 votes withheld); C. B. Rogers, Jr. (128,018,097 votes "for" and 702,985 votes withheld); Derek V. Smith (127,877,853 votes "for" and 843,229 votes withheld) (resigned effective July 30, 1997, to join the Board of Directors of ChoicePoint Inc., a newly formed company comprised of the Company's former Insurance Services Group, which was spun off to shareholders on August 7, 1997); and Louis W. Sullivan, M.D. (127,984,170 votes "for" and 736,912 votes withheld). The names of each other Director whose term of office as a Director continued after this meeting are as follows: Lee A. Ault, III, Ron D. Barbaro (resigned effective July 30, 1997, to join the Board of Directors of ChoicePoint Inc.), Thomas F. Chapman, John L. Clendenin, A. W. Dahlberg, Robert P. Forrestal, L. Phillip Humann, Tinsley H. Irvin (resigned effective July 30, 1997, to join the Board of Directors of ChoicePoint Inc.), D. Raymond Riddle, and Betty L. Siegel, Ph.D.
 - (ii) Approval of Appointment of Arthur Andersen LLP as independent public accountants of the Company for the year 1997 (127,536,661 votes "for"; 469,804 votes "against"; and 714,617 abstentions).

Item 5. Other Information

Reference is made to information reported in Notes 1, 2, 3, 4, 5, 6, 7, and 8 of the Notes to Consolidated Financial Statements, included in Part I of this report.

Item 6. Exhibits and Reports on Form 8-K

- (a) Reports on Form 8-K

Registrant did not file any reports on Form 8-K during the quarter for which this report is filed.

15

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

EQUIFAX INC.

(Registrant)

Date: August 14, 1997

/s/ D. W. McGlaughlin

D. W. McGlaughlin, Vice Chairman
and Chief Executive Officer

Date: August 14, 1997

/s/ P. J. Mazzilli

P. J. Mazzilli
Corporate Vice President,
Treasurer and Controller

<TABLE> <S> <C>

<ARTICLE> 5

<LEGEND>

This schedule contains summary financial information extracted from (Equifax Inc. financial statements as of and for the six months ended June 30, 1997.

</LEGEND>

<MULTIPLIER> 1,000

<CURRENCY> U.S.\$

<S>	<C>
<PERIOD-TYPE>	6-MOS
<FISCAL-YEAR-END>	DEC-31-1997
<PERIOD-START>	JAN-01-1997
<PERIOD-END>	JUN-30-1997
<EXCHANGE-RATE>	1
<CASH>	61,915
<SECURITIES>	0
<RECEIVABLES>	244,023
<ALLOWANCES>	5,650
<INVENTORY>	0
<CURRENT-ASSETS>	375,790
<PP&E>	212,488
<DEPRECIATION>	118,507
<TOTAL-ASSETS>	1,315,867
<CURRENT-LIABILITIES>	312,601
<BONDS>	382,786
<PREFERRED-MANDATORY>	0
<PREFERRED>	0
<COMMON>	215,058
<OTHER-SE>	696,429
<TOTAL-LIABILITY-AND-EQUITY>	1,315,867
<SALES>	655,028
<TOTAL-REVENUES>	655,028
<CGS>	378,731
<TOTAL-COSTS>	378,731
<OTHER-EXPENSES>	129,986
<LOSS-PROVISION>	0
<INTEREST-EXPENSE>	9,804
<INCOME-PRETAX>	179,670
<INCOME-TAX>	79,939
<INCOME-CONTINUING>	99,731
<DISCONTINUED>	1,449
<EXTRAORDINARY>	0
<CHANGES>	0
<NET-INCOME>	101,180
<EPS-PRIMARY>	.70
<EPS-DILUTED>	.70

</TABLE>