

FIRST DATA CORP

Form 4

February 17, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bisignano Frank

(Last) (First) (Middle)

C/O FIRST DATA
CORPORATION, 225 LIBERTY
STREET, 29TH FLOOR

(Street)

NEW YORK, NY 10281

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

FIRST DATA CORP [FDC]

3. Date of Earliest Transaction
(Month/Day/Year)

10/14/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	10/14/2015		A ⁽¹⁾	949,094	A \$ 0	949,094	D
Class A Common Stock	02/16/2016		P	98,100	A \$ 10.32 ⁽²⁾	1,047,194	D
Class A Common Stock	02/16/2016		P	1,900	A \$ 10.2856	1,900	I By Trust
Class A	02/16/2016		P	5,800	A \$ 10.26	5,800	I By

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Common Stock					(3)			Spouse
Class A Common Stock	02/16/2016	P	10,190	A	\$ 10.22 (4)	10,190	I	See footnote (5)

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options (right to buy)	\$ 16	10/14/2015		A	(6)	2,214,552	(6)	10/14/2025		Class A Common Stock	2,214,552

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Bisignano Frank C/O FIRST DATA CORPORATION 225 LIBERTY STREET, 29TH FLOOR NEW YORK, NY 10281	X Chief Executive Officer

Signatures

/s/ Gretchen A. Herron,
attorney-in-fact
02/17/2016
**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) Represents a grant of restricted Class A common stock ("Class A Common Stock") under the First Data Corporation 2015 Omnibus Incentive Plan (the "2015 Plan") of First Data Corporation (the "Issuer").

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(2) The price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions ranged from \$10.275 to \$10.37, inclusive. Upon request of the SEC staff, the Issuer or a security holder of the Issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.

(3) The price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions ranged from \$10.255 to \$10.26, inclusive. Upon request of the SEC staff, the Issuer or a security holder of the Issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.

(4) The price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions ranged from \$10.1554 to \$10.2417, inclusive. Upon request of the SEC staff, the Issuer or a security holder of the Issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.

(5) These shares are held in accounts for the benefit of the reporting person's children.

(6) Represents a grant of stock options which, subject to the reporting person's continued service through each applicable vesting date, will vest two thirds over time, with one fourth of such amount vesting on each of December 31, 2017, 2018, 2019 and 2020, and one third upon the Issuer's achievement of a closing trading price of its Class A Common Stock equal to or greater than \$32.00 per share over any ten consecutive trading-day period following the Issuer's initial public offering.

Remarks:

Mr. Bisignano disclaims beneficial ownership of the securities reported herein as indirectly beneficially owned, except to the extent of his or her direct ownership.

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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