

FIRST DATA CORP
Form 3
October 15, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â MILLER HEIDI
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
10/15/2015

3. Issuer Name and Ticker or Trading Symbol
FIRST DATA CORP [FDC]

4. Relationship of Reporting Person(s) to Issuer

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

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

(Street)

(Check all applicable)

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

NEW YORK,Â NYÂ 10281

(City) (State) (Zip)

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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Class B Common Stock	Â (1)(2)	Â (1)(2)	Class A Common Stock	18,673 (2)	\$ (1)	D	Â
Stock Options (right to buy)	Â (3)	04/14/2024	Class B Common Stock (1)	158,182	\$ 12.65	D	Â
Units in Director Deferred Compensation Plan	Â (4)	Â (4)	Class A Common Stock	9,269.69	\$ (4)	D	Â

Reporting Owners

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

Signatures

By: /s/ Gretchen A. Herron,
attorney-in-fact

10/15/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Shares of Class B common stock ("Class B Common Stock") of First Data Corporation (the "Issuer") are convertible into shares of Class
- (1) A common stock of the Issuer ("Class A Common Stock") on a one-for-one basis at any time at the option of the holder with the prior written consent of the Issuer, automatically upon transfer, with certain exceptions, and upon certain other events.
 - (2) Includes 18,673 shares of restricted Class B Common Stock, including 9,886 of which will vest on April 14, 2017 and 8,787 of which (i) 20% will vest upon the expiration of the 180-day lock-up period in connection with the Issuer's initial public offering, (ii) 40% will vest on February 24, 2017 and (iii) 40% will vest on February 24, 2018, subject to continued service through the applicable vesting dates.
 - (3) These stock options vest in equal annual installments on each of the first three anniversaries of April 14, 2014, subject to continued service through each applicable vesting date.
 - (4) Each unit represents the economic equivalent of one share of Class A Common Stock. The units become payable in cash upon Ms. Miller's termination of service as a director.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.