

Edgar Filing: FIRST DATA CORP - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Class B Common Stock	Â (2)(3)	Â (2)(3)	Class A Common Stock	1,032,420 (3)	\$ (2)	D	Â
Stock Options (right to buy)	Â (4)	07/11/2023	Class B Common Stock (2)	1,581,822	\$ 11.07	D	Â
Stock Options (right to buy)	Â (5)	02/10/2024	Class B Common Stock (2)	138,409	\$ 12.65	D	Â
Stock Options (right to buy)	Â (6)	01/14/2025	Class B Common Stock (2)	158,182	\$ 14.23	D	Â
Stock Options (right to buy)	Â (7)	10/14/2025	Class A Common Stock	790,911	\$ 16	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chiarello Guy C/O FIRST DATA CORPORATION 225 LIBERTY STREET, 29TH FLOOR NEW YORK, NY 10281	Â	Â	Â President	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).

Represents a grant of restricted Class A common stock ("Class A Common Stock") of First Data Corporation (the "Issuer"), of which, subject to the reporting person's continued employment through each applicable vesting date, two thirds will vest over time, with one fourth of such amount vesting on each of December 31, 2017, 2018, 2019 and 2020, and one third will vest upon the Issuer's achievement of a closing trading price of the 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.

(1) Shares of Class B common stock of the Issuer ("Class B Common Stock") are convertible into shares of 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.

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- (3) Includes 824,806 shares of restricted Class B Common Stock, including 587,533 of which will vest on March 15, 2016, and 237,273 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 January 1, 2017 and (iii) the remaining 40% will vest on January 1, 2018, subject to continued employment through the applicable vesting dates.
- (4) These stock options vest in equal annual installments on each of the first five anniversaries of July 11, 2013, subject to continued employment through each applicable vesting date.
- (5) These stock options vest in equal annual installments on each of the first three anniversaries of January 1, 2014, subject to continued employment through each applicable vesting date.
- (6) These stock options vest in equal annual installments on each of the first three anniversaries of January 1, 2015, subject to continued employment through each applicable vesting date.
- (7) Of the 790,911 stock options granted, subject to the reporting person's continued service through each applicable vesting date, two thirds will vest over time, with one fourth of such amount vesting on each of December 31, 2017, 2018, 2019 and 2020, and one third will vest upon the Issuer's achievement of a closing trading price of the 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.

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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.