

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-05-16** | Period of Report: **2013-05-15**  
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FILER

**FIRST DATA CORP**

CIK:**883980** | IRS No.: **470731996** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **001-11073** | Film No.: **13851730**  
SIC: **7374** Computer processing & data preparation

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6855 PACIFIC STREET,  
AK-31  
OMAHA NE 68106

Business Address  
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CONNECTOR, N.E.  
SUITE 2000  
ATLANTA GA 30342  
402-222-3002

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **May 15, 2013**

**First Data Corporation**

(Exact name of registrant as specified in its charter)

Commission File Number: **001-11073**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**47-0731996**  
(IRS Employer  
Identification No.)

**5565 Glenridge Connector, N.E.**  
**Suite 2000**  
**Atlanta, Georgia 30342**  
(Address of principal executive offices, including zip code)

**(404) 890-2000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events**

On May 15, 2013, First Data Corporation (the “Company”) issued a press release to announce that it intends to offer \$500 million aggregate principal amount of its senior subordinated notes due 2021 (the “notes”). A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Subsequently, on May 15, 2013, the Company increased the offering size of the notes to an aggregate principal amount of \$750 million and set the coupon rate at 11.75%. The notes will be issued at par.

The Company intends to use the net proceeds from the offering of the notes, together with cash on hand, to (i) redeem \$520 million aggregate principal amount of its 11.25% Senior Subordinated Notes due 2016 (the “11.25% Subordinated Notes”), (ii) repurchase \$230 million aggregate principal amount of its outstanding 11.25% Subordinated Notes in a privately negotiated transaction with an existing holder of such notes and (iii) pay related fees and expenses.

On May 15, 2013, the Company exercised its right under the indenture governing the 11.25% Subordinated Notes to optionally redeem \$520 million aggregate principal amount of its 11.25% Subordinated Notes. The 11.25% Subordinated Notes are currently redeemable at a price of 102.813 % of the aggregate principal amount thereof plus accrued and unpaid interest. This Current Report does not constitute a notice of redemption of the 11.25% Subordinated Notes.

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**Item 9.01 Financial Statements and Exhibits**

99.1 Press release dated May 15, 2013.

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**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 hereunto duly authorized.

First Data Corporation

Date: May 16, 2013.

By: /s/ Stanley J. Andersen

Stanley J. Andersen

Vice President and Assistant Secretary

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**EXHIBIT INDEX**

**Exhibit**

**No.**

**Description**

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EX 99.1

Press release dated May 15, 2013

## First Data Announces Offering of \$500 Million Senior Subordinated Notes

ATLANTA, May 15, 2013 – First Data Corporation (“First Data”) today announced that it intends to offer \$500 million aggregate principal amount of senior subordinated notes due 2021 (the “Notes”), subject to market conditions. First Data intends to use the proceeds from the offering, together with cash on hand, to redeem a portion of its outstanding 11.25% senior subordinated notes due 2016 and to pay related fees and expenses.

The Notes have not been registered under the Securities Act of 1933, as amended (the “Securities Act”), and, unless so registered, may not be offered or sold in the United States absent registration or an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and other applicable securities laws.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This notice is being issued pursuant to and in accordance with Rule 135(c) under the Securities Act.

### Forward-Looking Statements

This press release includes certain disclosures which contain “forward-looking statements.” You can identify forward-looking statements because they contain words such as “believes” and “expects.” Forward-looking statements are based on the Company’s current expectations and assumptions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that may differ materially from those contemplated by the forward-looking statements, which are neither statements of historical fact nor guarantees or assurances of future performance. Important factors that could cause actual results to differ materially from those in the forward-looking statements are set forth in our Annual Report on Form 10-K for the fiscal year ended December 31, 2012 under the caption “Risk Factors.”

### Contact

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