

McCarthy Barry C  
Form 4  
September 18, 2018

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
McCarthy Barry C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
09/14/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
See remarks

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

(Street)

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

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

NEW YORK, NY 10281

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                     |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Class A Common Stock <sup>(1)</sup> | 09/14/2018                           |  | C                              |   | 151,203   | A  | \$ 0                              |
| Class A Common Stock                | 09/14/2018                           |  | S                              |   | 151,203   | D  | \$ 25.7804                        |

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

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number.

**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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount  |
| Stock Options (right to buy)               | \$ 9.49  | 09/14/2018                           |  | M                              | 26,693  | (3) 09/23/2019   | Class B Common Stock (4) 26                                 |
| Stock Options (right to buy)               | \$ 9.49  | 09/14/2018                           |  | M                              | 26,693  | (3) 05/12/2020   | Class B Common Stock (4) 26                                 |
| Stock Options (right to buy)               | \$ 9.49  | 09/14/2018                           |  | M                              | 27,615  | (3) 03/18/2021   | Class B Common Stock (4) 27                                 |
| Stock Options (right to buy)               | \$ 9.49  | 09/14/2018                           |  | M                              | 29,527  | (3) 03/08/2022   | Class B Common Stock (4) 29                                 |
| Stock Options (right to buy)               | \$ 11.07   | 09/14/2018                           |  | M                              | 40,675  | (3) 07/20/2023   | Class B Common Stock (4) 40                                 |
| Class B Common Stock                       | (4)  | 09/14/2018                           |  | M                              | 26,693  | (4) (4)  | Class A Common Stock 26                                     |
| Class B Common Stock                       | (4)  | 09/14/2018                           |  | M                              | 26,693  | (4) (4)  | Class A Common Stock 26                                     |
| Class B Common Stock                       | (4)  | 09/14/2018                           |  | M                              | 27,615  | (4) (4)  | Class A Common Stock 27                                     |
| Class B Common Stock                       | (4)  | 09/14/2018                           |  | M                              | 29,527  | (4) (4)  | Class A Common Stock 29                                     |
| Class B Common Stock                       | (4)  | 09/14/2018                           |  | M                              | 40,675  | (4) (4)  | Class A Common Stock 40                                     |

|         |     |            |   |         |     |     |  |           |
|---------|-----|------------|---|---------|-----|-----|--|-----------|
| Stock   |     |            |   |         |     |     |  | Stock     |
| Class B |     |            |   |         |     |     |  | Class A   |
| Common  | (4) | 09/14/2018 | C | 151,203 | (4) | (4) |  | Common 15 |
| Stock   |     |            |   |         |     |     |  | Stock     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |             |
|--|---------------|-----------|---------|-------------|
|  | Director      | 10% Owner | Officer | Other       |
| McCarthy Barry C<br>C/O FIRST DATA CORPORATION<br>225 LIBERTY STREET, 29TH FLOOR<br>NEW YORK, NY 10281 |               |           |         | See remarks |

## Signatures

/s/ Gretchen A. Herron, by power of attorney

09/18/2018

\_\_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) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock.  
The price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions
  - (2) ranged from \$25.68 to \$25.89, inclusive. Upon request of the SEC staff, First Data Corporation (FDC), or a security holder of FDC, the reporting person will provide full information regarding the number of shares purchased at each separate price.
  - (3) These stock options are fully vested and exercisable.
  - (4) Shares of 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.

### Remarks:

Executive Vice President

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