

FIRST DATA CORP
Form 8-K
September 16, 2004

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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): **September 13, 2004**

FIRST DATA CORPORATION

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-11073
(Commission
File Number)

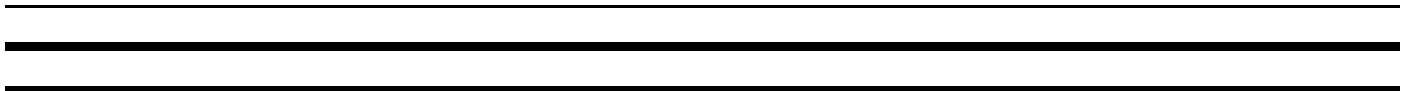
47-0731996
(IRS Employer
Identification No.)

6200 South Quebec Street, Greenwood Village, Colorado 80111
(Address of Principal Executive Offices) (Zip Code)
Registrant's Telephone Number, Including Area Code: **(303) 967-8000**

Not Applicable
(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 September 13, 2004, First Data Corporation entered into terms agreements (the "Terms Agreements") with Citigroup Global Markets Inc. and the other underwriters named therein, to issue and sell \$450 million of its 3.90% Notes due 2009 and \$550 million of its 4.85% Notes due 2014 in a registered offering.

Copies of the Terms Agreements are attached hereto as Exhibits 1.1 and 1.2, and copies of the forms of Notes are attached hereto as Exhibits 4.1 and 4.2.

Item 9.01. Exhibits.

(c) The following is a list of the exhibits filed herewith.

Exhibit No.	Description of Exhibit
1.1	Terms Agreement, dated as of September 13, 2004, between First Data Corporation and Citigroup Global Markets Inc. and the other underwriters named therein
1.2	Terms Agreement, dated as of September 13, 2004, between First Data Corporation and Citigroup Global Markets Inc. and the other underwriters named therein
4.1	Form of 3.90% Note due 2009
4.2	Form of 4.85% Note due 2014

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
(Registrant)

By: /s/ STANLEY J. ANDERSEN

Name: Stanley J. Andersen
Title: Assistant Secretary

Date: September 16, 2004

EXHIBIT INDEX

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