

FIRST DATA CORP
Form 4
September 27, 2007

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 *
Money David R

(Last) (First) (Middle)

6200 SOUTH QUEBEC STREET

(Street)

GREENWOOD VILLAGE, CO 80111

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/24/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, General Counsel & Sec'y

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 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 (D) Price | | |
| Common Stock | 09/24/2007 | | D | | 4,996 (1) | D | \$ 34 23,733 |
| Common Stock | 09/24/2007 | | D | | 23,733 | D | \$ 34 0 |
| Common Stock | 09/24/2007 | | D | | 2,130 | D | \$ 34 0 I By 401(k) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 25.555 | 09/24/2007 | | D | 18,000 | 09/24/2007 ⁽³⁾ | 02/21/2017 | Common Stock | 18,000 |
| Employee Stock Option (Right to Buy) | \$ 22.4379 ⁽²⁾ | 09/24/2007 | | D | 15,000 | 02/06/2003 | 02/06/2012 | Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) | \$ 22.4379 ⁽²⁾ | 09/24/2007 | | D | 15,000 | 02/06/2004 | 02/06/2012 | Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) | \$ 22.4379 ⁽²⁾ | 09/24/2007 | | D | 15,000 | 02/06/2005 | 02/06/2012 | Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) | \$ 22.4379 ⁽²⁾ | 09/24/2007 | | D | 15,000 | 02/06/2006 | 02/06/2012 | Common Stock | 15,000 |
| Employee Stock Option (Right to Buy) | \$ 22.977 ⁽²⁾ | 09/24/2007 | | D | 405 | 03/06/2003 | 03/06/2012 | Common Stock | 405 |
| | | 09/24/2007 | | D | 405 | 03/06/2004 | 03/06/2012 | | 405 |

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| | | | | | | | | | |
|--------------------------------------|--------------------------|------------|---|--------|------------|------------|--------------|--------------|--|
| Employee Stock Option (Right to Buy) | \$ 22.977 <u>(2)</u> | | | | | | | Common Stock | |
| Employee Stock Option (Right to Buy) | \$ 22.977 <u>(2)</u> | 09/24/2007 | D | 405 | 03/06/2005 | 03/06/2012 | Common Stock | 405 | |
| Employee Stock Option (Right to Buy) | \$ 22.977 <u>(2)</u> | 09/24/2007 | D | 405 | 03/06/2006 | 03/06/2012 | Common Stock | 405 | |
| Employee Stock Option (Right to Buy) | \$ 18.7132 <u>(2)</u> | 09/24/2007 | D | 9,975 | 01/22/2004 | 01/22/2013 | Common Stock | 9,975 | |
| Employee Stock Option (Right to Buy) | \$ 18.7132 <u>(2)</u> | 09/24/2007 | D | 9,975 | 01/22/2005 | 01/22/2013 | Common Stock | 9,975 | |
| Employee Stock Option (Right to Buy) | \$ 18.7132 <u>(2)</u> | 09/24/2007 | D | 19,950 | 12/22/2005 | 01/22/2013 | Common Stock | 19,950 | |
| Employee Stock Option (Right to Buy) | \$ 21.259 <u>(2)</u> | 09/24/2007 | D | 22,500 | 02/12/2005 | 02/12/2014 | Common Stock | 22,500 | |
| Employee Stock Option (Right to Buy) | \$ 21.259 <u>(2)</u> | 09/24/2007 | D | 67,500 | 12/22/2005 | 02/12/2014 | Common Stock | 67,500 | |
| Employee Stock Option (Right to Buy) | \$ 22.7973 <u>(2)</u> | 09/24/2007 | D | 7,500 | 12/08/2005 | 12/08/2014 | Common Stock | 7,500 | |
| | | 09/24/2007 | D | 22,500 | 12/22/2005 | 12/08/2014 | | 22,500 | |

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| | | | | | | | | | |
|--------------------------------------|--------------------------|------------|---|--------|---------------------------|------------|--------------|--------------|--|
| Employee Stock Option (Right to Buy) | \$ 22.7973 <u>(2)</u> | | | | | | | Common Stock | |
| Employee Stock Option (Right to Buy) | \$ 23.9218 <u>(2)</u> | 09/24/2007 | D | 7,500 | 02/08/2007 | 02/08/2016 | Common Stock | 7,500 | |
| Employee Stock Option (Right to Buy) | \$ 23.9218 <u>(2)</u> | 09/24/2007 | D | 7,500 | 09/24/2007 ⁽³⁾ | 02/08/2016 | Common Stock | 7,500 | |
| Employee Stock Option (Right to Buy) | \$ 23.9218 <u>(2)</u> | 09/24/2007 | D | 7,500 | 09/24/2007 ⁽³⁾ | 02/08/2016 | Common Stock | 7,500 | |
| Employee Stock Option (Right to Buy) | \$ 23.9218 <u>(2)</u> | 09/24/2007 | D | 7,500 | 09/24/2007 ⁽³⁾ | 02/08/2016 | Common Stock | 7,500 | |
| Employee Stock Option (Right to Buy) | \$ 21.8961 <u>(2)</u> | 09/24/2007 | D | 6,250 | 08/08/2007 | 08/08/2016 | Common Stock | 6,250 | |
| Employee Stock Option (Right to Buy) | \$ 21.8961 <u>(2)</u> | 09/24/2007 | D | 6,250 | 09/24/2007 ⁽³⁾ | 08/08/2016 | Common Stock | 6,250 | |
| Employee Stock Option (Right to Buy) | \$ 21.8961 <u>(2)</u> | 09/24/2007 | D | 6,250 | 09/24/2007 ⁽³⁾ | 08/08/2016 | Common Stock | 6,250 | |
| Employee Stock Option (Right to Buy) | \$ 21.8961 <u>(2)</u> | 09/24/2007 | D | 6,250 | 09/24/2007 ⁽³⁾ | 08/08/2016 | Common Stock | 6,250 | |
| Employee Stock Option (Right to Buy) | \$ 25.555 | 09/24/2007 | D | 18,000 | 09/24/2007 ⁽³⁾ | 02/21/2017 | | 18,000 | |

Employee
Stock
Option
(Right to
Buy)

Common
Stock

Employee
Stock
Option \$ 25.555 09/24/2007
(Right to
Buy)

D

18,000 09/24/2007⁽³⁾ 02/21/2017

Common
Stock 18,0

Employee
Stock
Option \$ 25.555 09/24/2007
(Right to
Buy)

D

18,000 09/24/2007⁽³⁾ 02/21/2017

Common
Stock 18,0

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Money David R 6200 SOUTH QUEBEC STREET GREENWOOD VILLAGE, CO 80111 | | | EVP, General Counsel & Sec'y | |

Signatures

By: Stanley J. Andersen,
Attorney-in-Fact 09/26/2007

**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).

- Disposed of in connection with the merger of Omaha Acquisition Corporation with and into the Company, with the Company as the surviving corporation, effective September 24, 2007, pursuant to the Merger Agreement dated April 1, 2007 among New Omaha Holdings L.P., Omaha Acquisition Corporation, and the Company. The shares listed above held by the reporting person were exchanged for an equity interest in New Omaha Holdings Corporation. In connection with the merger, the issuer's common stock was valued at \$34.00 per share.
- (1) Holdings L.P., Omaha Acquisition Corporation, and the Company. The shares listed above held by the reporting person were exchanged for an equity interest in New Omaha Holdings Corporation. In connection with the merger, the issuer's common stock was valued at \$34.00 per share.
 - (2) The exercise price shown reflects the anti-dilution adjustment for the issuer's spin-off of The Western Union Company on September 29, 2006.
 - (3) Immediately before the effective time of the merger of Omaha Acquisition Corporation with and into the Company, all unvested options and stock awards became fully vested and immediately exercisable.
 - (4) The price of all derivative securities in Table II, Column 8 is the difference between \$34.00 and the exercise price for the security listed in Column 2.

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

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