FISERV INC Form 8-K November 18, 2015

## **UNITED STATES**

## SECURITIES AND EXCHANGE COMMISSION

### WASHINGTON, DC 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): November 18, 2015

Fiserv, Inc.

(Exact Name of Registrant as Specified in Charter)

Wisconsin (State or Other Jurisdiction 0-14948 (Commission **39-1506125** (IRS Employer

of Incorporation)

File Number) 255 Fiserv Drive, Brookfield, Wisconsin 53045 **Identification No.)** 

### Edgar Filing: FISERV INC - Form 8-K

### (Address of Principal Executive Offices, Including Zip Code)

### (262) 879-5000

### (Registrant s telephone number, including area code)

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))

# Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

JD Sherman was appointed to the board of directors of Fiserv, Inc. (the Company ) on November 18, 2015. He was also appointed to the audit committee of the board of directors.

Mr. Sherman will participate in the Company s standard non-employee director compensation arrangements set forth on the Non-Employee Director Compensation Schedule filed as Exhibit 10.1 to the Company s Quarterly Report on Form 10-Q for the quarter ended June 30, 2015. Mr. Sherman s compensation will be pro-rated for his period of service through the Company s 2016 annual meeting of shareholders. In connection with his election, Mr. Sherman will be entering into the Company s Non-Employee Director Indemnity Agreement, a form of which was filed as Exhibit 10.37 to the Company s Annual Report on Form 10-K for the year ended December 31, 2008.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is being filed herewith:

### Exhibit

| Number | Description  |
|--------|--|
| 99.1   | Press Release of Fiserv, Inc., dated November 18, 2015 |

# 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.

FISERV, INC.

Date: November 18, 2015

By: /s/ Thomas J. Hirsch Thomas J. Hirsch Chief Financial Officer, Treasurer and Assistant Secretary

# EXHIBIT INDEX

### Exhibit

NumberDescription99.1Press Release of Fiserv, Inc., dated November 18, 2015

# **Reporting Owners**

| Reporting Owner Name / Address                                   | Relationships |           |                                   |       |
|--|---------------|-----------|-----------------------------------|-------|
|  | Director      | 10% Owner | Officer                           | Other |
| GROB MATTHEW S<br>5775 MOREHOUSE DR.<br>SAN DIEGO, CA 92121-1714 |               |           | EVP, Qualcomm<br>Technologies Inc |       |
| Signatures   |               |           |                                   |       |
| By: Noreen E. Burns, Attorney-in-Fact For: Matthew S. Grob       |               |           | 04/07/2015                        |       |
| **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) Securities held by Matthew Grob and Dawn Grob Trustees for the Matthew and Dawn Grob Trust dtd. 8/26/1999.
- (2) The transaction was conducted under a Rule 10b5-1 trading plan.
- (3) The options vest 10% on the six month anniversary of the date of grant and the remaining balance vests monthly thereafter. The option is fully vested five years after the date of grant.

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.