

FISERV INC
Form 4
February 13, 2014

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 *
DILLON DONALD F

(Last) (First) (Middle)
255 FISERV DRIVE
(Street)
BROOKFIELD, WI 53045
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FISERV INC [FISV]

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2014

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)

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 (A) or (D) Price | | |
| Common Stock | 02/11/2014 | | M | | 826 ⁽¹⁾ A 19.37 ⁽¹⁾ | | D |
| Common Stock | 02/11/2014 | | S | | 826 D 55.33 ⁽²⁾ | | D |
| Common Stock | 02/11/2014 | | M | | 918 ⁽¹⁾ A \$ 17.4 ⁽¹⁾ | | D |
| Common Stock | 02/11/2014 | | S | | 918 D 55.34 ⁽³⁾ | | D |

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| | | | | | | | | | |
|--------------|------------|--|---|---------------------|---|---------------------------|--------------------|---|------------------------|
| Common Stock | 02/11/2014 | | M | 6,844 <u>(1)</u> | A | \$ 19.72 <u>(1)</u> | 3,513,562 | D | |
| Common Stock | 02/11/2014 | | S | 6,844 | D | \$ 55.31 <u>(4)</u> | 3,506,718 | D | |
| Common Stock | | | | | | | 267,500 <u>(1)</u> | I | By Trust <u>(5)</u> |

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 displays a currently valid OMB control number.

SEC 1474
(9-02)

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 Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option (right to buy) | \$ 19.37 <u>(1)</u> | 02/11/2014 | | M | 826 <u>(1)</u> | 02/18/2005 ⁽⁶⁾ 02/18/2014 | Common Stock | 826 <u>(1)</u> | |
| Stock Option (right to buy) | \$ 17.4 <u>(1)</u> | 02/11/2014 | | M | 918 <u>(1)</u> | 04/06/2005 ⁽⁷⁾ 04/06/2014 | Common Stock | 918 <u>(1)</u> | |
| Stock Option (right to buy) | \$ 19.72 <u>(1)</u> | 02/11/2014 | | M | 6,844 <u>(1)</u> | 04/06/2006 ⁽⁸⁾ 04/06/2015 | Common Stock | 6,844 <u>(1)</u> | |
| Stock Option (right to buy) | \$ 44.68 <u>(1)</u> | | | | | <u>(9)</u> 05/22/2023 | Common Stock | 5,032 <u>(1)</u> | |
| | | | | | | 05/22/2013 05/23/2022 | | | |

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) Adjusted to reflect the two-for-one split of Fiserv, Inc. common stock distributed on December 16, 2013 to holders of record on December 2, 2013.

This transaction was executed in multiple trades at prices ranging from \$55.02 to \$55.55. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) This transaction was executed in multiple trades at prices ranging from \$55.02 to \$55.55. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction was executed in multiple trades at prices ranging from \$54.92 to \$55.58. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) By the Dillon Foundation of which Mr. Dillon serves as a trustee.
- (5) The option vested in 5 equal annual installments beginning February 18, 2005 and is due to expire February 18, 2014.
- (6) The option vested in 5 equal annual installments beginning April 6, 2005 and is due to expire April 6, 2014.
- (7) The option vested in 5 equal annual installments beginning April 6, 2006 and is due to expire April 6, 2015.
- (8) These options vest 100% on the earlier of: (i) the first anniversary of the grant date; or (ii) immediately prior to the first annual meeting of shareholders after the grant date.
- (9)

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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