

FIRST DATA CORP
Form 8-K
December 07, 2016

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): **December 7, 2016 (December 5, 2016)**

First Data Corporation

(Exact name of registrant as specified in its charter)

Commission File Number: **001-11073**

Delaware
(State or other jurisdiction
of incorporation)

47-0731996
(IRS Employer
Identification No.)

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225 Liberty Street, 29th Floor

New York, New York 10281

(Address of principal executive offices, including zip code)

(800) 735-3362

(Registrant's telephone number, including area code)

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 1.01. Entry into a Definitive Material Agreement

2016 November Joinder Agreement with Respect to Credit Agreement

On December 5, 2016, First Data Corporation (the Company) entered into a 2016 November Joinder Agreement (the Joinder Agreement) relating to its Credit Agreement, dated as of September 24, 2007, as amended and restated as of September 28, 2007, as further amended as of August 10, 2010, March 24, 2011, March 13, 2012 and August 16, 2012, as modified as of September 27, 2012 and February 13, 2013, as further amended as of April 10, 2013, April 15, 2013, January 30, 2014, July 18, 2014 and June 2, 2015 and as further modified as of July 10, 2015, November 24, 2015, April 13, 2016, June 2, 2016 and October 14, 2016, respectively, among the Company, the several lenders from time to time parties thereto and Credit Suisse AG, Cayman Islands Branch, as administrative agent.

Pursuant to the Joinder Agreement, the Company incurred an aggregate principal amount of (i) approximately \$2.78 billion in new U.S. dollar denominated term loans maturing on July 10, 2022 (the 2022C New Dollar Term Loans) and (ii) approximately 761 million in new euro denominated term loans maturing on July 10, 2022 (the 2022C New Euro Term Loans) and, together with the 2022C New Dollar Term Loans, the 2022 New Term Loans). The interest rate applicable to the 2022C New Dollar Term Loans is a rate equal to, initially, at the Company's option, either (a) LIBOR plus 300 basis points or (b) a base rate plus 200 basis points. The interest rate applicable to the 2022C New Euro Term Loans is a rate equal to, initially, LIBOR plus 325 basis points. The interest rates on both the 2022C New Dollar Term Loans and 2022C New Euro Term Loans may be reduced by 25 basis points based on the Company's leverage ratio. The Company used the proceeds from the incurrence of the 2022 New Term Loans to refinance all of its existing U.S. dollar denominated term loans and euro denominated term loans maturing on July 10, 2022.

The foregoing description of the Joinder Agreement does not purport to be a complete description and is qualified in its entirety by reference to the full text of the Joinder Agreement, which is filed as Exhibit 4.1 hereto.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

The information set forth in Item 1.01 of this Current Report on Form 8-K is incorporated by reference in this Item 2.03.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.

4.1 2016 November Joinder Agreement, dated as of December 5, 2016, among the Company, certain of its subsidiaries, each lender party thereto, and Credit Suisse AG, Cayman Islands Branch, as administrative agent and collateral agent

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Exhibit A Marked Pages of the Conformed Credit Agreement

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

Date: December 7, 2016

By: /s/ Stanley J. Andersen
Stanley J. Andersen
Vice President and Assistant Secretary