

FIRST DATA CORP  
Form 8-K  
March 11, 2013

**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): **March 5, 2013**

**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.)

**5565 GLENRIDGE CONNECTOR, N.E., SUITE 2000,**

**ATLANTA, GEORGIA**  
(Address of Principal Executive Offices)

**30342**  
(Zip Code)

Registrant's Telephone Number, Including Area Code: **(404) 890-2000**

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

On March 5, 2013, the Board of Directors and shareholders of First Data Holdings Inc. ( Holdings ), the parent corporation of First Data Corporation, approved an amendment to the 2007 Stock Incentive Plan for Key Employees of First Data Corporation and its Affiliates (the Plan ) to increase the number of shares of common stock of Holdings available under the Plan by 60 million shares. A copy of the Plan, as so amended, is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) The following is a list of the Exhibits filed with this report.

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
10.1	2007 Stock Incentive Plan for Key Employees of First Data Corporation and its Affiliates, as amended.

**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

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

Date: March 11, 2013