

FIRST DATA CORP
Form 4
January 30, 2006

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 *
FOTE CHARLES T

(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)
01/27/2006

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/27/2006		M	89,188	A \$ 18.5	424,872	D
Common Stock	01/27/2006		M	300,000	A \$ 18.5313	724,872	D
Common Stock	01/27/2006		M	61,600	A \$ 18.5313	786,472	D
Common Stock	01/27/2006		M	6,540	A \$ 18.2813	793,012	D
Common Stock	01/27/2006		M	68,690	A \$ 13.375	861,702	D

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Common Stock	01/27/2006	M	500,000	A	\$ 23	1,361,702	D	
Common Stock	01/27/2006	M	80,000	A	\$ 19.2344	1,441,702	D	
Common Stock	01/27/2006	M	80,000	A	\$ 21.2813	1,521,702	D	
Common Stock	01/27/2006	M	300,000	A	\$ 35	1,821,702	D	
Common Stock	01/27/2006	M	83,566	A	\$ 22.4375	1,905,268	D	
Common Stock	01/27/2006	M	150,000	A	\$ 24.9844	2,055,268	D	
Common Stock	01/27/2006	M	150,000	A	\$ 29.7275	2,205,268	D	
Common Stock	01/27/2006	M	300,000	A	\$ 12.3282	2,505,268	D	
Common Stock	01/27/2006	M	200,000	A	\$ 34.31	2,705,268	D	
Common Stock	01/27/2006	S	2,369,584	D	\$ 44.75	335,684	D	
Common Stock						3,819	I	By 401(k)

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

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Employee Stock Option (Right to	\$ 18.5	01/27/2006		M	89,188	12/31/2000	12/31/2006	Common Stock	89,188

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Buy)									
Employee Stock Option (Right to Buy)	\$ 18.5313	01/27/2006	M	300,000	01/22/2003	01/22/2007	Common Stock	300,0	
Employee Stock Option (Right to Buy)	\$ 18.5313	01/27/2006	M	61,600	01/22/2003	01/22/2007	Common Stock	61,60	
Employee Stock Option (Right to Buy)	\$ 18.2813	01/27/2006	M	6,540	09/17/2002	09/17/2007	Common Stock	6,54	
Employee Stock Option (Right to Buy)	\$ 23	01/27/2006	M	500,000	06/08/1999	01/21/2008	Common Stock	500,0	
Employee Stock Option (Right to Buy)	\$ 13.375	01/27/2006	M	68,690	01/21/2001	01/21/2008	Common Stock	68,69	
Employee Stock Option (Right to Buy)	\$ 12.3282	01/27/2006	M	300,000	09/17/2002	09/17/2008	Common Stock	300,0	
Employee Stock Option (Right to Buy)	\$ 19.2344	01/27/2006	M	80,000	02/03/2003	02/03/2009	Common Stock	80,00	
Employee Stock Option (Right to Buy)	\$ 21.2813	01/27/2006	M	80,000	04/01/2003	04/01/2009	Common Stock	80,00	
Employee Stock Option (Right to Buy)	\$ 35	01/27/2006	M	300,000	07/24/2001	12/08/2009	Common Stock	300,0	

Employee

Stock

Option	\$ 22.4375	01/27/2006	M	83,566	12/08/2002	12/08/2009	Common Stock	83,500
(Right to Buy)								

Employee

Stock

Option	\$ 24.9844	01/27/2006	M	150,000	02/02/2003	02/02/2010	Common Stock	150,000
(Right to Buy)								

Employee

Stock

Option	\$ 29.7275	01/27/2006	M	150,000	12/31/2002	02/07/2011	Common Stock	150,000
(Right to Buy)								

Employee

Stock

Option	\$ 34.31	01/27/2006	M	200,000	12/22/2005	02/05/2013	Common Stock	200,000
(Right to Buy)								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOTE CHARLES T 6200 SOUTH QUEBEC STREET GREENWOOD VILLAGE, CO 80111		X		

Signatures

By: Stanley J. Andersen,
Attorney-in-Fact

01/30/2006

**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).

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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