

**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): February 14, 2020

Fiserv, Inc.

(Exact name of registrant as specified in its charter)

Wisconsin
(State or other jurisdiction
of incorporation)

1-38962
(Commission
File Number)

39-1506125
(IRS Employer
Identification No.)

255 Fiserv Drive, Brookfield, Wisconsin 53045
(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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class: | Trading Symbol(s) | Name of each exchange on which registered: |
|---|----------------------|---|
| Common Stock, par value \$0.01 per share | FISV | The NASDAQ Stock Market LLC |
| 0.375% Senior Notes due 2023 | FISV23 | The NASDAQ Stock Market LLC |
| 1.125% Senior Notes due 2027 | FISV27 | The NASDAQ Stock Market LLC |
| 1.625% Senior Notes due 2030 | FISV30 | The NASDAQ Stock Market LLC |
| 2.250% Senior Notes due 2025 | FISV25 | The NASDAQ Stock Market LLC |
| 3.000% Senior Notes due 2031 | FISV31 | The NASDAQ Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.04. Temporary Suspension of Trading under Registrant’s Employee Benefit Plans.

Fiserv, Inc. (the “Company”) has provided notice to participants in the 401(k) Savings Plan of Fiserv, Inc. and Its Participating Subsidiaries (the “Prior Plan”) and the Fiserv 401(k) Savings Plan (the “New Plan” and, together with the Prior Plan, the “Plans”) that there will be a blackout period with respect to the Fiserv Company Stock Funds in the Plans that are invested in the Company’s common stock. The blackout period is required to facilitate the merger of the Prior Plan into the New Plan. During the blackout period, participants in the Plans will be unable to take loans or distributions from their accounts in the Plans, or to change their investments in the Plans, including with respect to the Company’s common stock.

The blackout period is expected to begin on March 26, 2020 at 4:00 p.m. (Eastern Time) and end on April 8, 2020 at 8:00 a.m. (Eastern Time).

On February 14, 2020, the Company provided a notice to its directors and executive officers informing them that, during the blackout period, they will be restricted from purchasing, selling or otherwise acquiring or transferring any equity securities of the Company except as permitted by Regulation BTR. A copy of the notice provided to the Company’s directors and executive officers is filed hereto as Exhibit 99.1 and incorporated by reference herein.

The name, address and telephone number of the person designated by the Company to respond to inquiries about the blackout period is as follows:

Name: Lynn S. McCreary
Chief Legal Officer and Secretary
Address: Fiserv, Inc.
255 Fiserv Drive
Brookfield, Wisconsin 53045
Telephone: (262) 879-5000

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Notice of Blackout Period, dated February 14, 2020, to the Directors and Executive Officers of Fiserv, Inc. |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

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: February 14, 2020

By: /s/ Robert W. Hau
Robert W. Hau
Chief Financial Officer and Treasurer

NOTICE OF BLACKOUT PERIOD

To: Directors and Executive Officers of Fiserv, Inc.

Re: Notice of Blackout Period

Date: February 14, 2020

This notice is to inform you that, as directors and executive officers of Fiserv, Inc. (the "Company"), you will be prohibited from trading in the Company's common stock or related securities from March 26, 2020 at 4:00 p.m. (Eastern Time) until April 8, 2020 at 8:00 a.m. (Eastern Time) (the "blackout period").

The blackout period is required to comply with the Sarbanes-Oxley Act of 2002 and Regulation BTR (the "Regulations") in connection with the merger of the 401(k) Savings Plan of Fiserv, Inc. and Its Participating Subsidiaries (the "Prior Plan") into the Fiserv 401(k) Savings Plan (the "New Plan" and, together with the Prior Plan, the "Plans"). The Regulations prohibit an issuer's directors and executive officers from directly or indirectly purchasing, selling or otherwise acquiring or transferring any equity securities of the issuer during a blackout period involving the issuer's retirement plans. In this regard, during the blackout period, participants in the Plans will be unable to take loans or distributions from plan accounts or change plan investments. In addition, directors and executive officers may not engage in any other transaction, within or outside of the Plans, involving the Company's equity securities, including pursuant to options to acquire shares or other derivative securities. These restrictions apply whether or not you are a participant in, or eligible to participate in, the Plans.

Although certain types of transactions are permitted under Regulation BTR, including bona fide gifts or any purchases or sales made pursuant to written plans satisfying the conditions of Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, you are urged to avoid any discretionary change in your beneficial ownership of the Company's common stock or other equity securities during the blackout period due to the limited duration of the blackout period. In any event, you may not trade any Company securities, unless you have advance written permission to do so from Lynn S. McCreary, Chief Legal Officer and Secretary of the Company.

The blackout period, and thus the period in which you are prohibited from engaging in transactions involving the Company's common stock or the Plans, is expected to begin on March 26, 2020 at 4:00 p.m. (Eastern Time) and end on April 8, 2020 at 8:00 a.m. (Eastern Time). Notwithstanding the expiration of the retirement plan blackout period, you will also be subject to the Company's regular quarterly trading blackout. As is customary, you will receive further communication from Ms. McCreary notifying you of the first quarter blackout period.

If you have any questions concerning this notice, the blackout period or the transactions affected by the blackout period, please contact Lynn S. McCreary, Chief Legal Officer and Secretary of the Company, at Fiserv, Inc. 255 Fiserv Drive, Brookfield, Wisconsin 53045, or by phone at (262) 879-5000. You may obtain, without charge, information as to whether the blackout period has begun or ended by contacting Ms. McCreary at the address or phone number listed above.