SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |
|--|
| or Section 30(h) of the Investment Company Act of 1940 |

| , | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>FISERV INC</u> [FISV] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | |
|--|---------------------------------------|--------------|----------------------|------------|---|---|---------|--|--------|---|--|---|---|--|-----------------------------------|---|---|---|------------|
| | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/21/2020 | | | | | | | Director X 10% Owner Officer (give title Other (specify | | | | | | | |
| C/O KOHLBERG KRAVIS ROBERTS & CO. L.P. | | | | | | | | | | | | 6 Ind | below) below) | | | | | | |
| 9 WEST 57TH STREET, SUITE 4200 | | | | 4. II AI | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person | | | | | | | |
| (Street) NEW YORK NY 10019 | | | | | | | | | | | | X Form filed by More than One Reporting Person | | | | | | | |
| (City) | (State) | (Zi | p) | | | | | | | | | | | | | | | | |
| | | Та | ıble I - N | on-Dei | rivative | Se | curitie | es Ac | quired | , Dis | posed of | , or Bene | ficia | lly O | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Dat | | | | | Ex if a | 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 | | | Beneficially C Following Re | | Dwned ported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Pric | e | Transaction(s (Instr. 3 and 4 | | | | (Instr. 4) |
| Common Stock | Common Stock 08/2 | | | | 1/2020 | 2020 | | S | | 5,000,00 | 0 D | \$9 | 98 ⁽¹⁾ | 105,425, | 105,425,667 | | | See footnotes ⁽²⁾⁽³⁾ | |
| | | | Table II | | | | | | | | osed of, o onvertible | | | owr | ned | | | | |
| 1. Title of Derivative Security (Instr. 3) | erivative Conversion Date Execution D | | Date, | Code (Inst | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) If | | 7. Title and Amoun Securities Underly Derivative Security (Instr. 3 and 4) | | ying | 8. Price of Derivative Security (Instr. 5) | 9. Num derivat Securit Benefic Owned Follow Report | ive ties cially l ing | 10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Beneficial Ownership t (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date | isable | Expiration Date | Title | or Nu | ount mber Shares | | Transact (Instr. 4) | | | |
| 1. Name and Addr KKR Group | | • | | | | | | | | | | | | | | | | | |
| (Last) C/O KOHLBE 9 WEST 57TH | | IS ROBERTS & | (Middle c CO. L.P | , | | - | | | | | | | | | | | | | |
| (Street) NEW YORK | NY | <i>,</i> | 10019 |) | | - | | | | | | | | | | | | | |
| (City) | (Sta | ate) | (Zip) | | | | | | | | | | | | | | | | |
| 1. Name and Addr KKR Group | | | | | | | | | | | | | | | | | | | |
| (Last) C/O KOHLBE 9 WEST 57TH | | IS ROBERTS & | (Middle c CO. L.P | , | | - | | | | | | | | | | | | | |
| (Street) NEW YORK | NY | , | 10019 |) | | - | | | | | | | | | | | | | |
| (City) | (Sta | ate) | (Zip) | | | | | | | | | | | | | | | | |
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|--|--|--|
| <u>KKR & Co. In</u> | | |
| (Last) | (First) | (Middle) |
| C/O KOHLBERG | KRAVIS ROBER | TS & CO. L.P. |
| 9 WEST 57TH ST | REET, SUITE 420 | 00 |
| Street) | | |
| NEW YORK | NY | 10019 |
| (City) | (State) | (Zip) |
| I. Name and Address | of Reporting Person * | |
| KKR Manager | nent LLP | |
| (Last) | (First) | (Middle) |
| C/O KOHLBERG | KRAVIS ROBER | TS & CO. L.P. |
| 9 WEST 57TH ST | TREET, SUITE 420 | 00 |
| Street) | | |
| NEW YORK | NY | 10019 |
| | | |
| (City) | (State) | (Zip) |
| | (State) of Reporting Person * | (Zip) |
| | of Reporting Person* | (Zip) |
| I. Name and Address | of Reporting Person* | |
| I. Name and Address KRAVIS HEN (Last) | of Reporting Person* | (Middle) |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG | of Reporting Person* | (Middle) TS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG | of Reporting Person* RY R (First) KRAVIS ROBER | (Middle) TS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST | of Reporting Person* RY R (First) KRAVIS ROBER | (Middle) TS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) | of Reporting Person* RY R (First) KRAVIS ROBER REET, SUITE 420 | (Middle) .TS & CO. L.P. .)0 |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) | of Reporting Person | (Middle) .TS & CO. L.P. .00 10019 |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person | (Middle) .TS & CO. L.P. .00 10019 |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person | (Middle) .TS & CO. L.P. .00 10019 |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address ROBERTS GE (Last) | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person CORGE R (First) | (Middle) CTS & CO. L.P. 00 10019 (Zip) (Middle) |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address ROBERTS GE (Last) C/O KOHLBERG | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person CORGE R | (Middle) CTS & CO. L.P. 00 10019 (Zip) (Middle) CTS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address ROBERTS GE (Last) C/O KOHLBERG | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person CORGE R (First) KRAVIS ROBER | (Middle) CTS & CO. L.P. 00 10019 (Zip) (Middle) CTS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address ROBERTS GE (Last) C/O KOHLBERG 2800 SAND HILL | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person CORGE R (First) KRAVIS ROBER | (Middle) CTS & CO. L.P. 00 10019 (Zip) (Middle) CTS & CO. L.P. |
| I. Name and Address KRAVIS HEN (Last) C/O KOHLBERG 9 WEST 57TH ST Street) NEW YORK (City) I. Name and Address ROBERTS GE (Last) C/O KOHLBERG 2800 SAND HILL Street) | of Reporting Person RY R (First) KRAVIS ROBER REET, SUITE 420 NY (State) of Reporting Person CORGE R (First) KRAVIS ROBER ROAD, SUITE 2 | (Middle) .TS & CO. L.P.)0 10019 (Zip) (Middle) .TS & CO. L.P. 00 |

Explanation of Responses:

1. This amount represents the \$100.00 secondary public offering price per share of common stock, par value \$0.01 per share ("Common Stock"), of Fiserv, Inc. less the underwriting discount of \$2.00 per share.

2. Shares of Common Stock of Fiserv, Inc. are held by New Omaha Holdings L.P. New Omaha Holdings LLC. is the general partner of New Omaha Holdings L.P. KKR 2006 GP LLC is the general partner of KKR Associates 2006 L.P. is the general partner of KKR 2006 GP LLC. is the general partner of KKR Group Partnership L.P. is the designated member of KKR 2006 GP LLC. KKR Group Holdings Corp. is the general partner of KKR Group Partnership L.P. is the designated member of KKR 2006 GP LLC. is the sole shareholder of KKR Group Holdings Corp. KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc. is the sole shareholder of KKR Group Holdings Corp. KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc. Messrs. Henry R. Kravis and George R. Roberts are the founding partners of KKR Management LLP.

3. Each of the Reporting Persons may be deemed to be the beneficial owner of all or a portion of the securities reported herein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein, and the Reporting Persons disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, certain affiliates of the Reporting Persons have filed a separate Form 4. Exhibit 24 - Power of Attorney

KKR GROUP PARTNERSHIP L.P. By: KKR Group Holdings Corp., its general partner By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer KKR GROUP HOLDINGS CORP. By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer

08/21/2020

08/21/2020

| KKR & CO. INC. By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer | <u>08/21/2020</u> |
|---|-------------------|
| KKR MANAGEMENT LLP By: /s/ Terence P. Gallagher Name: Terence P. Gallagher Title: Attorney-in-fact for Robert H. Lewin, Chief Financial Officer | <u>08/21/2020</u> |
| <u>HENRY R. KRAVIS By: /s/</u> <u>Terence P. Gallagher Name:</u> <u>Terence P. Gallagher Title:</u> <u>Attorney-in-fact</u> | 08/21/2020 |
| <u>GEORGE R. ROBERTS By: /s/</u> <u>Terence P. Gallagher Name:</u> <u>Terence P. Gallagher Title:</u> <u>Attorney-in-fact</u> | 08/21/2020 |
| ** Signature of Reporting Person | Date |

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

 * 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.

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 Number.

Exhibit 24

POWER OF ATTORNEY

Know all men by these presents that Robert H. Lewin does hereby make, constitute and appoint David J. Sorkin, Terence P. Gallagher, and Christopher Lee, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a manager or member of any limited liability company, as a partner of any partnership, as an officer of any corporate or other entity, or in the undersigned's capacity in a position similar to the foregoing at any entity, in each case, for which the undersigned is otherwise authorized to sign), to execute and deliver such forms, schedules, statements and other documents as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d), 13(g), 13(f), 13(h) and 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, Schedule 13D, Schedule 13G, Form 13F, Form 13H, Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Robert H. Lewin

Name: Robert H. Lewin

Date: January 14, 2020