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).

1. Name and Address of Reporting Person

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

5. Relationship of Reporting Person(s) to Issuer

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

WERTHEIMER THOMAS C					FISERV INC [FISV]										l applicable)			
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 02/10/2014										Officer (give title		10% Owner Other (specify below)	
255 FISERV DRIVE					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) BROOKFIE	LD WI	53045 (Zip)										X	Form filed by One Report Form filed by More than 0		•	g Person		
(City)	(State																	
		-	Table I - Noi	n-Deriva	ative	Secu	rities Ac	cquired, [Disp	osed o	f, or Be	neficia	ally Ow	ned				
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Yea		2A. Deemed Execution Date, if any (Month/Day/Year)		, Transaction Di Code (Instr.			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5			Beneficially Own Following Report		Form	/nership : Direct (D) lirect (I) : 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount (A) c (D)			rice		Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Common Stock 02/				02/10/	10/2014		М		826	j(1) A		19.37 ⁽¹⁾	4,994 ⁽¹⁾			D		
			Table II - I (uired, Dis , options					y Owne	ed				
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/Yea	Code (Instr.		Deriv Secu Acqu or Di of (D	umber of vative irities iired (A) sposed) (Instr. and 5)	Expiration I	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Securities Underlyi Derivative Security 3 and 4)		ing	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti	e Ownership s Form: ally Direct (D) or Indirect g (I) (Instr. 4	Ownership Form:	Beneficial Ownershi (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Nu	ount or nber of ares		(Instr. 4)			
Stock Option (right to buy)	\$19.37 ⁽¹⁾	02/10/2014		М			826 ⁽¹⁾	02/18/2005	2) 0	2/18/2014	Comm Stock		326 ⁽¹⁾	\$ 0	0		D	
Stock Option (right to buy)	\$44.68 ⁽¹⁾							(3)	0	5/22/2023	Comm Stock		,032(1)		5,032		D	
Stock Option (right to buy)	\$33.35 ⁽¹⁾							05/22/2013	0	5/23/2022	Comm Stock		452(1)		5,452		D	
Stock Option (right to buy)	\$31.3 ⁽¹⁾							05/23/2012	0	5/25/2021	Comm Stock		, 194 ⁽¹⁾		5,194		D	
Stock Option (right to buy)	\$23.23 ⁽¹⁾							05/25/2011	0	5/26/2020	Comm Stock		,864 ⁽¹⁾		6,864	4	D	
Stock Option (right to buy)	\$20.68 ⁽¹⁾							05/20/2010	0	5/20/2019	Comm Stock		,658(1)		7,658		D	
Stock Option (right to buy)	\$25.5 ⁽¹⁾							05/20/2009	0	5/21/2018	Comm Stock		,124(1)		6,124	4	D	
Stock Option (right to buy)	\$26.49 ⁽¹⁾							05/23/2008	0	5/23/2017	Comm Stock		,096 ⁽¹⁾		5,090	6	D	
Stock Option (right to buy)	\$17.4 ⁽¹⁾							04/06/2005	0	4/06/2014	Comm Stock		018(1)		918		D	
Stock Option (right to buy)	\$17.4 ⁽¹⁾							04/06/2005	0	4/06/2014	Comm Stock		,586(1)		27,58	36	D	

Explanation of Responses:

1. Adjusted to reflect the two-for-one split of Fiserv, Inc. common stock distributed on December 16, 2013 to holders of record on December 2, 2013.

2. The option vested in 5 equal annual installments beginning February 18, 2005 and is due to expire February 18, 2014.

3. These options vest 100% on the earlier of: (i) the first anniversary of the grant date; or (ii) immediately prior to the first annual meeting of shareholders after the grant date.

/s/ Lynn S. McCreary (attorney-in-<u>02/11/2014</u> fact)

** 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

For Executing Forms 3, 4 and 5 $\,$

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jeffery W. Yabuki, Thomas J. Hirsch and Lynn S. McCreary, signing singly, the undersigned's true and lawful attorney-in-fact with respect to the undersigned's holdings of and transactions in securities issued by Fiserv, Inc. to:

(1) execute for and on behalf of the undersigned Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission and any other authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in the undersigned's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

The undersigned hereby revokes any power of attorney granted by the undersigned prior to the date hereof with respect to the undersigned's holdings of and transactions in securities issued by Fiserv, Inc. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 with respect to the undersigned's holdings of and transactions in securities issued by Fiserv, Inc., unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed this 5th day of August, 2013.

/s/ Thomas J. Wertheimer_____ Thomas J. Wertheimer