

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8

AMMENDMENT TO APPLICATION OR REPORT

Pursuant to Section 12, 13 or 15(d) of
the Securities Exchange Act of 1934

FISERV, INC.

(Exact name of registrant as specified in its charter)

AMENDMENT NO. 1

The undersigned registrant hereby amends the following items, financial statements, exhibits or other portions of its Current Report on Form 8-K dated June 13, 1997 as set forth in the pages attached hereto:

Item 7 (b) Pro forma condensed consolidated financial statements of Fiserv, Inc. and BHC Financial, Inc.:

Pro Forma Condensed Consolidated Balance Sheets as of December 31, 1996 and March 31, 1997

Pro Forma Condensed Consolidated Statements of Income for the year ended December 31, 1996 and the three month periods ended March 31, 1997 and 1996

Notes to Pro Forma Condensed Consolidated Financial Statements

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.

(Registrant)

By /S/ EDWARD P. ALBERTS

EDWARD P. ALBERTS

Senior Vice President - Finance

Date: June 25, 1997

Description of Pro Forma Condensed Consolidated
Financial Statements (Unaudited)

On May 30, 1997, the Registrant (Fiserv) acquired all of the outstanding common stock of BHC Financial, Inc., a Delaware corporation (BHC), in exchange for 5,683,769 shares of Common Stock, \$.01 par value, of the Registrant.

The following unaudited pro forma condensed consolidated balance sheets combine the condensed consolidated balance sheets of Fiserv and BHC as of December 31, 1996 and March 31, 1997. The following unaudited condensed consolidated statements of income combine the condensed consolidated statements of income of Fiserv and BHC for the year ended December 31, 1996 and the three month periods ended March 31, 1997 and 1996. The pro forma information is based on the historical financial statements of Fiserv and BHC, giving effect to the transaction under the pooling of interests method of accounting, and the assumptions and adjustments in the accompanying notes to the pro forma condensed consolidated financial statements.

The pro forma condensed consolidated balance sheet as of December 31, 1996 and the pro forma condensed consolidated statement of income for the year then ended have been prepared by Fiserv management based upon the audited financial statements of Fiserv and BHC for that year.

The pro forma condensed consolidated statements of income are not necessarily indicative of the results that actually would have occurred if the acquisition had occurred at the beginning of the period indicated or which may be obtained in the future. The pro forma financial statements should be read in conjunction with the audited financial statements of Fiserv for the year ended December 31, 1996, as included in its Form 10-K for that year, and in conjunction with the audited financial statements of BHC for the year ended December 31, 1996, included in its Form 10-K for that year.

Pro Forma Condensed Consolidated Balance Sheets
(Unaudited)

December 31, 1996

	Fiserv	BHC	Adjustments	Combined
(In thousands)				
Assets				
Cash and cash equivalents	\$80,833	\$15,288	\$5,435 (B)	\$101,556
Accounts receivable	160,747	493,635		654,382
Receivable from brokers or dealers and clearing organizations		227,199		227,199
Prepaid expenses and other assets	54,354	23,045		77,399
Trust account investments	970,553			970,553
Other investments	53,556	16,988		70,544
Deferred income taxes	32,083			32,083
Property and equipment-Net	143,661	4,752		148,413
Internally generated computer software-Net	70,487			70,487
Identifiable intangible assets relating to acquisitions-Net	50,156	4,392		54,548
Goodwill-Net	292,089			292,089
Total	\$1,908,519	\$785,299	\$5,435	\$2,699,253
Liabilities and shareholders' equity				
Short-term bank loans payable		\$33,200		\$33,200
Payable to brokers or dealers and clearing organizations		230,975		230,975
Payable to customers		366,421		366,421
Accounts payable	\$43,486			43,486
Accrued expenses	60,747	61,236		121,983
Accrued income taxes	7,510			7,510
Deferred revenues	46,089			46,089
Trust account deposits	970,553			970,553
Long-term debt	271,502			271,502
Other obligations	1,362			1,362
Total liabilities	1,401,249	691,832		2,093,081
Shareholders' equity:				
Common stock outstanding	453	8	49 (A)	510
Additional paid-in capital	323,268	39,582	(10,040) (A, B)	352,810
Unrealized gain on investments	18,621			18,621
Accumulated earnings	164,928	69,303		234,231
Treasury stock at cost		(15,426)	15,426 (B)	
Total shareholders' equity	507,270	93,467	5,435	606,172
Total	\$1,908,519	\$785,299	\$5,435	\$2,699,253

See notes to pro forma condensed consolidated financial statements

Pro Forma Condensed Consolidated Balance Sheets
(Unaudited)

March 31, 1997

	Fiserv	BHC	Adjustments	Combined
(In thousands)				
Assets				
Cash and cash equivalents	\$41,762	\$21,880	\$5,435 (B)	\$69,077
Accounts receivable	180,236	502,671		682,907
Receivable from brokers or dealers and clearing organizations		295,324		295,324
Prepaid expenses and other assets	57,510	18,376		75,886
Trust account investments	1,135,577			1,135,577
Other investments	108,462	24,285		132,747
Deferred income taxes	30,391			30,391
Property and equipment-Net	146,843	4,431		151,274
Internally generated computer software-Net	71,438			71,438
Identifiable intangible assets relating to acquisitions-Net	48,145	4,290		52,435
Goodwill-Net	290,195			290,195

Total	\$2,110,559	\$871,257	\$5,435	\$2,987,251
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Liabilities and shareholders' equity				
Short-term bank loans payable		\$55,400		\$55,400
Payable to brokers or dealers and clearing organizations		293,363		293,363
Payable to customers		377,259		377,259
Accounts payable	\$46,591			46,591
Accrued expenses	61,246	47,442		108,688
Accrued income taxes	7,531			7,531
Deferred revenues	53,587			53,587
Trust account deposits	1,133,690			1,133,690
Long-term debt	278,598			278,598
Other obligations	2,252			2,252

Total liabilities	1,583,495	773,464		2,356,959
Shareholders' equity:				
Common stock outstanding	454	8	49 (A)	511
Additional paid-in capital	325,194	39,582	(10,040) (A, B)	354,736
Unrealized gain on investments	18,576			18,576
Accumulated earnings	182,840	73,629		256,469
Treasury stock at cost		(15,426)	15,426 (B)	

Total shareholders' equity	527,064	97,793	5,435	630,292

Total	\$2,110,559	\$871,257	\$5,435	\$2,987,251
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See notes to pro forma condensed consolidated financial statements

Proforma Condensed Consolidated Statements of Income
 Unaudited)
 Year ended December 31, 1996

	FISERV	BHC	Adjustment	Combined
	(in thousands)			
Revenues	\$798,268	\$81,181		\$879,449

Cost of revenues:				
Salaries, commissions and payroll related costs	371,526	23,406		394,932
Data processing expenses, rentals and telecommunication costs	90,919			90,919
Other operating expenses	145,230	25,650		170,880
Depreciation and amortization of property and equipment	42,241	2,212		44,453
Purchased incomplete technology				
Amortization of intangible assets	20,983			20,983
Amortization of internally generated computer software-net	3,732			3,732

Total	674,631	51,268		725,899

Operating income	123,637	29,913		153,550
Interest expense - net	19,088			19,088

Income before income taxes	104,549	29,913		134,462
Income tax provision	42,865	11,889		54,754

Net income	\$61,684	\$18,024		\$79,708
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Net income per common and common equivalent share	\$1.34			\$1.53
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Shares used in computing net income per share	46,198		5,848 (C)	52,046
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See notes to pro forma condensed consolidated financial statements

Proforma Condensed Consolidated Statements of Income
(Unaudited)
Three months ended March 31, 1996

	FISERV	BHC	Adjustment	Combined
	(in thousands)			
Revenues	\$194,710	\$20,349		\$215,059
Cost of revenues	164,205	12,121		176,326
Operating income	30,505	8,228		38,733
Income before income taxes	24,850	8,228		33,078
Income tax provision	10,189	3,256		13,445
Net income	\$14,661	\$4,972		\$19,633
Net income per common and common equivalent share	\$0.32			\$0.38
Shares used in computing net income per share	45,919		6,212 (C)	52,131

See notes to pro forma condensed consolidated financial statements

Proforma Condensed Consolidated Statements of Income
(Unaudited)
Three months ended March 31, 1997

	FISERV	BHC	Adjustment	Combined
	(in thousands)			
Revenues	\$206,450	\$21,869		\$228,319
Cost of revenues	172,214	14,308		186,522
Operating income	34,236	7,561		41,797
Income before income taxes	30,749	7,561		38,310
Income tax provision	12,607	3,046		15,653
Net income	\$18,142	\$4,515		\$22,657
Net income per common and common equivalent share	\$0.39			\$0.43
Shares used in computing net income per share	46,544		5,827 (C)	52,371

See notes to pro forma condensed consolidated financial statements

Notes to Pro Forma Condensed Consolidated Financial Statements
(Unaudited)
(In thousands)

The following pro forma adjustments have been made for purposes of determining the pro forma effects of the acquisition of BHC by Fiserv on a pooling of interests accounting basis:

(A)	Common stock		\$57
	Common stock	8	
	Additional paid-in capital	49	

To reflect the issuance of 5,684,000 shares of Fiserv common stock in exchange for BHC common stock outstanding (see (C) below)

(B)	Cash and cash equivalents	\$5,435	
	Additional paid-in capital	9,991	
	Treasury stock at cost		15,426

To reflect proceeds from sale of 165,000 treasury shares, and the retirement of the remaining treasury shares

(C) Shares issuable have been determined as follows:

BHC common shares outstanding		6,500
Value at \$33.50 a share		217,742
Fiserv shares to be issued at average market price of \$38.3094 per share		5,684

Shares used in computing net income per share have been increased by the number of shares used in calculating BHC earnings per share for the period multiplied by the exchange ratio (.87446).