

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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):
May 17, 2023**

Fiserv, Inc.

(Exact Name of Registrant as Specified in 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 5.07. Submission of Matters to a Vote of Security Holders.

Fiserv, Inc. (the “Company”) held its annual meeting of shareholders on May 17, 2023. At that meeting, the Company’s shareholders voted on five matters as follows:

Election of Directors

The Company’s shareholders elected eight directors to serve until the next annual meeting of shareholders and until each of their successors is elected and qualified by the following votes:

| | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|--------------------|------------------|-----------------------|-------------------------|
| Frank J. Bisignano | 497,524,091 | 35,491,262 | 37,534,645 |
| Henrique de Castro | 526,640,945 | 6,374,408 | 37,534,645 |
| Harry F. DiSimone | 530,091,858 | 2,923,495 | 37,534,645 |
| Dylan G. Haggart | 513,921,645 | 19,093,708 | 37,534,645 |
| Wafaa Mamilli | 518,497,671 | 14,517,682 | 37,534,645 |
| Heidi G. Miller | 496,025,425 | 36,989,928 | 37,534,645 |
| Doyle R. Simons | 505,261,784 | 27,753,569 | 37,534,645 |
| Kevin M. Warren | 514,541,455 | 18,473,898 | 37,534,645 |

Advisory Vote to Approve Named Executive Officer Compensation

The Company’s shareholders approved, on an advisory basis, the compensation of the Company’s named executive officers as disclosed in its 2023 proxy statement by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|--------------------|-------------------------|
| 495,327,407 | 37,000,153 | 687,793 | 37,534,645 |

Advisory Vote to Approve Frequency of Advisory Vote on Named Executive Officer Compensation

The Company’s shareholders approved, on an advisory basis, holding an advisory vote on the compensation of the Company’s named executive officers every year by the following votes:

| <u>1 Year</u> | <u>2 Years</u> | <u>3 Years</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|---------------|----------------|----------------|--------------------|-------------------------|
| 526,456,466 | 604,416 | 5,490,796 | 463,675 | 37,534,645 |

After taking the results of the vote into consideration, the Company's board of directors resolved to include in the Company's proxy materials an advisory vote on the compensation of the Company's named executive officers every year until the next required vote on the frequency of shareholder advisory votes on the compensation of named executive officers.

Ratification of Independent Registered Public Accounting Firm

The Company's shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the year ending December 31, 2023, by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> |
|------------------|----------------------|--------------------|
| 539,786,009 | 29,961,507 | 802,482 |

Shareholder Proposal Requesting an Independent Board Chair Policy

The Company's shareholders rejected a shareholder proposal requesting an independent board chair policy by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|--------------------|-------------------------|
| 165,516,416 | 366,766,335 | 732,602 | 37,534,645 |

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: May 19, 2023

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