

FIRST DATA CORP
Form SC 13G
October 30, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G

Under the Securities Exchange Act of 1934

First Data Corporation
(Name of Issuer)
Class A common stock, par value \$0.01 per share
(Title of Class of Securities)
32008D106
(CUSIP Number)

October 23, 2015
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 32008D106 13G

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

EJF Capital LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)
3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

SOLE VOTING POWER

⁵0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

⁶9,488,659

SOLE DISPOSITIVE POWER

⁷0

SHARED DISPOSITIVE POWER

⁸9,488,659

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,488,659

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.1% (1)

12

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IA

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, 2015), plus 9,488,659 shares of Class A common stock that Beltway Strategic Opportunities Fund, L.P., EJV Debt Opportunities Master Fund, L.P., and EJV Debt Opportunities Master Fund II, LP, collectively and as described herein, have the right to obtain, within 60 days, upon the conversion of Class B common stock of which those entities are the record owner. See Item 4.

CUSIP No. 32008D106 13G

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Emanuel J. Friedman
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	SOLE VOTING POWER 5 0
	SHARED VOTING POWER 6 9,488,659
	SOLE DISPOSITIVE POWER 7 0
	SHARED DISPOSITIVE POWER 8 9,488,659
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9,488,659
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.1% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

IN

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, 2015), plus 9,488,659 shares of Class A common stock that Beltway Strategic Opportunities Fund, L.P., EJV Debt Opportunities Master Fund, L.P., and EJV Debt Opportunities Master Fund II, LP, collectively and as described (1) herein, have the right to obtain, within 60 days, upon the conversion of Class B common stock of which those entities are the record owner. See Item 4.

CUSIP No. 32008D106 13G

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Beltway Strategic Opportunities Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)
SEC USE ONLY

3

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

5 SOLE VOTING POWER
0

6 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
SHARED VOTING POWER
1,138,639

7 SOLE DISPOSITIVE POWER
0

8 SHARED DISPOSITIVE POWER
1,138,639

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,138,639

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0.6% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

PN

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 1,138,639 shares of Class A common stock that Beltway Strategic Opportunities Fund, L.P. has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

CUSIP No. 32008D106 13G

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Beltway Strategic Opportunities Fund GP, LLC
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	SOLE VOTING POWER 5 0
	SHARED VOTING POWER 6 1,138,639
	SOLE DISPOSITIVE POWER 7 0
	SHARED DISPOSITIVE POWER 8 1,138,639
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,138,639
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.6% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

CO

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 1,138,639 shares of Class A common stock that Beltway Strategic Opportunities Fund, L.P. has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

CUSIP No. 32008D106 13G

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) EJF Debt Opportunities Master Fund, L.P.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	SOLE VOTING POWER ⁵ 0
	SHARED VOTING POWER ⁶ 6,072,742
	SOLE DISPOSITIVE POWER ⁷ 0
	SHARED DISPOSITIVE POWER ⁸ 6,072,742
9	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,072,742
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 3.3% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

PN

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 6,072,742 shares of Class A common stock that EJF Debt Opportunities Master Fund, L.P. has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

CUSIP No. 32008D106 13G

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) EJF Debt Opportunities GP, LLC
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware SOLE VOTING POWER ⁵ 0
5	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	SHARED VOTING POWER ⁶ 6,072,742
	SOLE DISPOSITIVE POWER ⁷ 0
	SHARED DISPOSITIVE POWER ⁸ 6,072,742
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,072,742
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 3.3% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

CO

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 6,072,742 shares of Class A common stock that EJF Debt Opportunities Master Fund, L.P. has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

CUSIP No. 32008D106 13G

1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 EJF Debt Opportunities Master Fund II, LP
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
 (b)
 3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

SOLE VOTING POWER
 5 0
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 SHARED VOTING POWER
 6 2,277,278
 SOLE DISPOSITIVE POWER
 7 0
 SHARED DISPOSITIVE POWER
 8 2,277,278

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 2,277,278

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
 1.3% (1)

12

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

PN

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 2,277,278 shares of Class A common stock that EJV Debt Opportunities Master Fund II, LP has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

CUSIP No. 32008D106 13G

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) EJF Debt Opportunities II GP, LLC
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware SOLE VOTING POWER ⁵ 0
5	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	SHARED VOTING POWER ⁶ 2,277,278
	SOLE DISPOSITIVE POWER ⁷ 0
	SHARED DISPOSITIVE POWER ⁸ 2,277,278
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,277,278
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.3% (1)

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

12

CO

Based upon 176,000,000 shares of Class A common stock outstanding following the issuer's initial public offering (according to the Form 8-K filed by the issuer with the Securities and Exchange Commission on October 26, (1)2015), plus 2,277,278 shares of Class A common stock that EJF Debt Opportunities Master Fund II, LP has the right to obtain, within 60 days, upon the conversion of Class B common stock of which it is the record owner. See Item 4.

Item 1. (a) Name of Issuer

First Data Corporation

Item 1. (b) Address of Issuer's Principal Executive Offices

225 Liberty Street, 29th Floor
New York, New York 10281

Item 2. (a) Name of Person Filing

This Schedule 13G is being filed on behalf of the following persons (the "Reporting Persons")*:

- (i) EJV Capital LLC;
- (ii) Emanuel J. Friedman;
- (iii) EJV Debt Opportunities Master Fund, L.P.;
- (iv) EJV Debt Opportunities GP, LLC;
- (v) EJV Debt Opportunities Master Fund II, LP;
- (vi) EJV Debt Opportunities II GP, LLC;
- (vii) Beltway Strategic Opportunities Fund L.P.; and
- (viii) EJV Beltway Strategic Opportunities GP LLC*

Attached as Exhibit A is a copy of an agreement among the Reporting Persons that this Schedule 13G is being filed on behalf of each of them.

Item 2. (b) Address of Principal Business Office or, if None, Residence

EJV Capital LLC
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

Emanuel J. Friedman
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

EJV Debt Opportunities Master Fund, L.P.
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

EJV Debt Opportunities GP, LLC
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

EJV Debt Opportunities Master Fund II, LP
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

EJF Debt Opportunities II GP, LLC
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

Beltway Strategic Opportunities Fund, L.P.
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

EJF Beltway Strategic Opportunities GP, LLC
2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

Item 2. (c) Citizenship

See Item 4 of the attached cover pages.

Item 2. (d) Title of Class of Securities

Class A, common stock, par value \$0.01 per share ("Class A Common Stock")

Item 2. (e) CUSIP Number

32008D106

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

Not Applicable.

Item 4. Ownership

(a) Amount beneficially owned:

See Item 9 of the attached cover pages.

(b) Percent of class:

See Item 11 of the attached cover pages.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Item 5 of the attached cover pages.

(ii) Shared power to vote or to direct the vote:

See Item 6 of the attached cover pages.

(iii) Sole power to dispose or to direct the disposition:

See Item 7 of the attached cover pages.

(iv) Shared power to dispose or to direct the disposition:

See Item 8 of the attached cover pages.

Each of EJV Debt Opportunities Master Fund, L.P., EJV Debt Opportunities Master Fund II, LP, and Beltway Strategic Opportunities Fund L.P. (collectively, the "Record Owners") is the record owner of shares of Class B Common Stock that, upon receiving the consent of First Data Corporation, are convertible into the number of shares of Class A Common Stock shown on item 9 of their respective cover pages. On October 23, 2015, the Record Owners requested that First Data Corporation provide its consent to such conversion and First Data Corporation provided such consent. As a result, as of October 23, 2015, each of the Record Owners may be deemed to beneficially own the number of shares of Class A Common Stock shown on item 9 of their respective cover pages.

EJV Debt Opportunities GP, LLC serves as the general partner of EJV Debt Opportunities Master Fund, L.P. and as investment manager of an affiliate thereof, and may be deemed to share beneficial ownership of the shares of Class A Common Stock that may be deemed to be beneficially owned by EJV Debt Opportunities Master Fund, L.P. EJV Debt Opportunities II GP, LLC serves as the general partner of EJV Debt Opportunities Master Fund II, LP and as investment manager of an affiliate thereof, and may be deemed to share beneficial ownership of the shares of Class A Common Stock that may be deemed to be beneficially owned by EJV Debt Opportunities Master Fund II, LP. EJV Beltway Strategic Opportunities GP LLC serves as the general partner of Beltway Strategic Opportunities Fund L.P. and may be deemed to share beneficial ownership of the shares of Class A Common Stock that may be deemed to be beneficially owned by Beltway Strategic Opportunities Fund L.P.

EJV Capital LLC is the sole member and manager of EJV Debt Opportunities GP, LLC and EJV Debt Opportunities II GP, LLC, the sole member of EJV Beltway Strategic Opportunities GP LLC, and the investment manager of EJV Beltway Strategic Opportunities Fund L.P., and may be deemed to share beneficial ownership of the shares of Class A Common Stock that may be deemed to be beneficially owned by such entities.

Emanuel J. Friedman is the controlling member of EJV Capital LLC and may be deemed to share beneficial ownership of the shares of Class A Common Stock that may be deemed to be beneficially owned by EJV Capital LLC.

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 30, 2015

EJF CAPITAL LLC

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman
Name: Emanuel J. Friedman

EJF DEBT OPPORTUNITIES
MASTER FUND, L.P.

EJF DEBT OPPORTUNITIES
By: GP, LLC
Its: General Partner

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF DEBT OPPORTUNITIES GP,
LLC

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF DEBT OPPORTUNITIES
MASTER FUND II, LP

By:

Its: EJF DEBT OPPORTUNITIES
II GP, LLC
General Partner

By: EJF CAPITAL LLC
Its: Manager and Sole Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF DEBT OPPORTUNITIES II
GP, LLC

By: EJF CAPITAL LLC
Its: Manager and Sole Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

BELTWAY STRATEGIC
OPPORTUNITIES FUND L.P.

By: EJF BELTWAY STRATEGIC
OPPORTUNITIES GP LLC
Its: General Partner

By: EJF CAPITAL LLC
Its: Manager and Sole Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF BELTWAY STRATEGIC
OPPORTUNITIES GP LLC

By: EJF CAPITAL LLC
Its: Manager and Sole Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EXHIBIT A

The undersigned, EJV Capital LLC, a Delaware limited liability company, Emanuel J. Friedman, EJV Debt Opportunities Master Fund, L.P., an exempted limited partnership organized under the laws of the Cayman Islands, EJV Debt Opportunities GP, LLC, a Delaware limited liability company, EJV Debt Opportunities Master Fund II, LP, an exempted limited partnership organized under the laws of the Cayman Islands, EJV Debt Opportunities II GP, LLC, a Delaware limited liability company, Beltway Strategic Opportunities Fund L.P., an exempted limited partnership organized under the laws of the Cayman Islands, and EJV Beltway Strategic Opportunities GP LLC, a Delaware limited liability company, hereby agree and acknowledge that the information required by this Schedule 13G, to which this Agreement is attached as an exhibit, is filed on behalf of each of them. The undersigned further agree that any further amendments or supplements thereto shall also be filed on behalf of each of them.

Dated: October 30, 2015

EJV CAPITAL LLC

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman
Name: Emanuel J. Friedman

EJV DEBT OPPORTUNITIES
MASTER FUND, L.P.

EJV DEBT OPPORTUNITIES
By: GP, LLC
Its: General Partner

EJV CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJV DEBT OPPORTUNITIES GP,
LLC

EJV CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson

Title: Chief Operating Officer

EJF DEBT OPPORTUNITIES
MASTER FUND II, LP

EJF DEBT OPPORTUNITIES
By: II GP, LLC
Its: General Partner

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF DEBT OPPORTUNITIES II
GP, LLC

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

BELTWAY STRATEGIC
OPPORTUNITIES FUND L.P.

EJF BELTWAY STRATEGIC
By: OPPORTUNITIES GP LLC
Its: General Partner

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EJF BELTWAY STRATEGIC
OPPORTUNITIES GP LLC

EJF CAPITAL LLC
By: Manager and Sole Member
Its:

By: /s/ Neal J. Wilson

Name: Neal J. Wilson

Title: Chief Operating Officer