

MONEYGRAM INTERNATIONAL INC  
Form 8-K  
December 23, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 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): December 23, 2015**

**MoneyGram International, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
**of incorporation)**

**1-31950**  
**(Commission**  
**File Number)**

**16-1690064**  
**(I.R.S. Employer**  
**Identification Number)**

**2828 N. Harwood Street, 15<sup>th</sup> Floor**

**Dallas, Texas**  
**(Address of principal**

**75201**  
**(Zip code)**

**executive offices)**

**Registrant's telephone number, including area code: (214) 999-7552**

**Not applicable**

**(Former name or former address, if changed since last report)**

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))

**Item 1.01 Entry into a Material Definitive Agreement.**

MoneyGram Payment Systems, Inc. ( *MPSI* ), a subsidiary of MoneyGram International, Inc. (the *Company* ), and Wal-Mart Stores, Inc. ( *Walmart* ) are parties to a Master Trust Agreement effective April 1, 2013, as amended September 30, 2015 (the *Agreement* ). Pursuant to Section 9(a) of the Agreement, upon the provision of at least 180 days notice by either party, the Agreement could terminate upon the expiration of the Initial Term (as defined in the Agreement) on June 30, 2016.

The parties are discussing the continued provision of MoneyGram's products and services to be offered in Walmart stores. To date, neither party has given notice of its intent to terminate the Agreement upon expiration of the Initial Term. On December 23, 2015, MPSI and Walmart entered into an amendment to the Agreement, pursuant to which both parties agreed to amend the notice provision for termination upon expiration of the Initial Term to 150 days notice, which means that notice to terminate must now be provided on or before February 1, 2016.

**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.

**MONEYGRAM INTERNATIONAL, INC.**

By: /s/ Francis Aaron Henry  
Name: Francis Aaron Henry  
Title: Executive Vice President, General  
Counsel and Secretary

Date: December 23, 2015