

MONEYGRAM INTERNATIONAL INC  
Form 8-K  
January 04, 2008

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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 28, 2007

MoneyGram International, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-31950

16-1690064

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1550 Utica Avenue South, Suite 100,  
Minneapolis, Minnesota

55416

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

952-591-3000

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))



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

On December 28, 2007, the Board of Directors of MoneyGram International, Inc. ("MGI") approved the following:

- MoneyGram Supplemental Pension Plan, as amended and restated December 28, 2007 (the "SERP"). The SERP was amended and restated in order to amend the Change in Control definition to prevent an inadvertent trigger of change in control payments and to amend provisions involving the payment of benefits to employees who separate from service following a Change in Control. The SERP is filed herewith as Exhibit 99.01.

- 2005 Deferred Compensation Plan for Directors of MoneyGram International, Inc., as amended and restated December 28, 2007 (the "Directors Deferred Compensation Plan"). The Directors Deferred Compensation Plan was amended and restated in order to amend the Change in Control definition to prevent an inadvertent trigger of change in control payments . The Directors Deferred Compensation Plan is filed herewith as Exhibit 99.02.

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**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.

*January 4, 2008*

By: */s/ Teresa H. Johnson*

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*Name: Teresa H. Johnson*

*Title: Executive Vice President, General Counsel and  
Secretary*

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Exhibit Index

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.01              | MoneyGram Supplemental Pension Plan as amended and restated December 28, 2007  |
| 99.02              | 2005 Deferred Compensation Plan for Directors of MoneyGram International, Inc. as amended and restated December 28, 2007 |