

MONEYGRAM INTERNATIONAL INC

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 05/16/17

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A

**(Rule 14(a)-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material Pursuant to §240.14a-12

MONEYGRAM INTERNATIONAL, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

On May 15, 2017, MoneyGram International, Inc. (the “Company”) and Ant Financial Services Group (“Ant Financial”) issued a joint letter in response to a recent article published by The Hill involving the proposed merger between the Company and Ant Financial. Below is the letter, which is being filed herewith as definitive additional proxy materials.

By Alex Holmes (CEO, MoneyGram) and Douglas Feagin (President, Ant Financial International)

The opinion piece “Corporate merger with Chinese company poses security risk,” contains such spurious and far-fetched allegations about Ant Financial’s proposed merger with MoneyGram that we are compelled to refute.

MoneyGram is the second-largest, global money transfer company and Ant Financial is a private, entrepreneurial technology company. We share a mission to serve financially underserved people around the world and by joining forces will grow MoneyGram’s business and create jobs in America.

Contrary to the op-ed’s assertion, Ant Financial is neither owned, nor controlled by the Chinese government. Like U.S. government pension funds investing in domestic equities, a small number of Chinese government investment funds hold minor positions in Ant Financial. These passive financial investors do not participate in the company’s management or board, and, like other outside shareholders of any company, they never have access to private customer data.

Further, an average MoneyGram remittance is \$324, for which MoneyGram only requires the sender’s name, address, and date of birth. Not until transactions reach over twice that amount does MoneyGram request a government-issued ID. In rare cases, when a transaction reaches almost 10 times that amount, additional information is required. To compare this information to that of SF-86 background checks, fingerprints, and personnel files lifted from the Office of Personnel Management servers is not only absurd, but also demonstrates a clear lack of understanding about our business. We would never ask for, receive, nor store such personal information.

MoneyGram systematically implements stringent data protection policies to protect consumer privacy and comply with all applicable laws, including next-generation firewalls, security alert management tools, and strong endpoint controls. Moreover, Ant Financial is committed to maintaining, and bolstering, these safeguards, including the continued storage of MoneyGram’s U.S. customer data on U.S. servers.

U.S. government agencies that review foreign investments are aware of these facts. MoneyGram and Ant Financial voluntarily submitted the proposed transaction to the Committee on Foreign Investment in the United States (CFIUS) to ensure there are no security risks to the U.S. or its citizens. We will continue to work with Committee members to provide any information they need as they proceed with their review.

Decisions of this type should be made with proper review, and we are confident in a thorough and responsible review process. MoneyGram and Ant Financial are committed to business growth and creating job in the U.S., while ensuring the strongest protection for consumers everywhere.

Alex Holmes is based in Dallas, Texas and Douglas Feagin in New York, New York