

XEROX CORP  
Form SD  
May 18, 2016

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

**FORM SD**

**SPECIALIZED DISCLOSURE REPORT**

**XEROX CORPORATION**

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

**New York**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-04471**  
**(Commission**  
  
**File Number)**  
**P. O. Box 4505**

**16-0468020**  
**(IRS Employer**  
  
**Identification No.)**

**45 Glover Avenue**  
  
**Norwalk, Connecticut**

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**06856-4505**

**Registrant's telephone number, including area code: (203) 968-3000**

**Not Applicable**

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

Check the appropriate box to indicate the rule pursuant to which this form is being filed and provide the period to which the information in this form applies:

- Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2015.

## **Section 1 Conflicts Minerals Disclosure**

### **Items 1.01 and 1.02 Conflicts Minerals Disclosure and Report, Exhibit**

This Form SD and the Conflict Minerals Report, filed as Exhibit 1.01 hereto, are publicly available on our website under Supplier Relations – Conflict Minerals at [www.xerox.com/corporate-citizenship-2015/business/supplier-relations.html](http://www.xerox.com/corporate-citizenship-2015/business/supplier-relations.html) as well as the SEC's EDGAR database at [www.sec.gov](http://www.sec.gov). The content of any website referred to in this Form SD is included for general information only and is not incorporated by reference in this Form SD.

## **Section 2 Exhibits**

### **Item 2.01 Exhibits**

Exhibit 1.01 Conflict Minerals Report for the reporting period January 1, 2015 to December 31, 2015 as required by Items 1.01 and 1.02 of this Form.

### **Forward Looking Statements**

This Specialized Disclosure Report on Form SD and any exhibits to this Report may contain forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. These forward-looking statements and other information are based on our beliefs as well as assumptions made by us using information currently available. The words anticipate, believe, estimate, expect, intend, will, should, and similar expressions, as they relate, are intended to identify forward-looking statements. These statements reflect our current views with respect to future events and are subject to certain risks, uncertainties and assumptions and are subject to a number of factors that may cause actual results to differ materially. These factors include, but are not limited to: changes in economic conditions, political conditions, trade protection measures, licensing requirements and tax matters in the United States and in the foreign countries in which we do business; changes in foreign currency exchange rates; our ability to successfully develop new products, technologies and service offerings and to protect our intellectual property rights; the risk that multi-year contracts with governmental entities could be terminated prior to the end of the contract term and that civil or criminal penalties and administrative sanctions could be imposed on us if we fail to comply with the terms of such contracts and applicable law; the risk that our bids do not accurately estimate the resources and costs required to implement and service very complex, multi-year governmental and commercial contracts, often in advance of the final determination of the full scope and design of such contracts or as a result of the scope of such contracts being changed during the life of such contracts; the risk that subcontractors, software vendors and utility and network providers will not perform in a timely, quality manner; service interruptions; actions of competitors and our ability to promptly and effectively react to changing technologies and customer expectations; our ability to obtain adequate pricing for our products and services and to maintain and improve cost efficiency of operations, including savings from restructuring actions and the relocation of our service delivery centers; the risk that individually identifiable information of customers, clients and employees could be inadvertently disclosed or disclosed as a result of a breach of our security systems; the risk in the hiring and retention of qualified personnel; the risk that unexpected costs will be incurred; our ability to recover capital investments; the risk that our Services business could be adversely affected if we are unsuccessful in managing the start-up of new contracts; the collectibility of our receivables for unbilled services associated with very large, multi-year contracts; reliance on third parties, including subcontractors, for manufacturing of products and provision of services; our ability to expand equipment placements; interest rates, cost of borrowing and access to credit markets; the risk that our products may not comply with applicable worldwide regulatory requirements, particularly environmental regulations and directives; the outcome of litigation and regulatory proceedings to which we may be a party; the possibility that the proposed separation of the Business Process Outsourcing (BPO) business from the Document Technology and Document Outsourcing business will not be consummated within the anticipated time period or at all, including as the result of regulatory, market or other factors;

the potential for disruption to our business in connection with the proposed separation; the potential that the BPO and Document Technology and Document Outsourcing do not realize all of the expected benefits of the separation, and other factors that are set forth in the Risk Factors section, the Legal Proceedings section, the Management's Discussion and Analysis of Financial Condition and Results of Operations section and other sections of our Quarterly Report on Form 10-Q for the quarter ended March 31, 2016 and our 2015 Annual Report on Form 10-K filed with the Securities and Exchange Commission as well as in our Current Reports on Form 8-K. Xerox assumes no obligation to update any forward-looking statements as a result of new information or future events or developments, except as required by law.

**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 duly authorized.

Date: May 13, 2016

XEROX CORPORATION

By: */s/ Hervé Tessler*  
Hervé Tessler  
Senior Vice President

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
1.01	Conflict Minerals Report for the reporting period January 1, 2015 to December 31, 2015