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FEDERATED INVESTORS INC /PA/ Form 8-K May 16, 2016

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): May 16, 2016

FEDERATED INVESTORS, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania 001-14818 25-1111467 (State or other jurisdiction (Commission File Number) (I.R.S. Employer of incorporation) Identification No.)

Federated Investors Tower Pittsburgh, Pennsylvania 15222-3779 (Address of principal executive offices, including zip code)

(412) 288-1900

(Registrant's telephone number, including area code)

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Federated Investors, Inc. (Federated) announced on Monday, May 16, 2016, that a named executive officer of Federated, Thomas E. Territ, Vice President of Federated and President of Federated Securities Corp. (FSC), will retire. Mr. Paul A. Uhlman, Federated's National Sales Director, Institutional Sales, will replace Mr. Territ as President of FSC and become a Vice President of Federated. Mr. Uhlman will assume his new roles effective June 15, 2016, and Mr. Territ will retire on August 15, 2016, after a transition period. A copy of Federated's press release dated May 16, 2016, announcing Mr. Territ's retirement is attached.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

Exhibit 99.1 - Press release issued by Federated dated May 16, 2016

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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.

FEDERATED INVESTORS, INC. (REGISTRANT)

Date May 16, 2016 By:/s/ Thomas R. Donahue Thomas R. Donahue Chief Financial Officer