

VISA INC.
Form 8-K
April 29, 2009

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): April 29, 2009

VISA INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33977
(Commission
File Number)

26-0267673
(IRS Employer
Identification No.)

P.O. Box 8999

94128-8999

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San Francisco, California
(Address of Principal Executive Offices) **(Zip Code)**
Registrant's Telephone Number, Including Area Code: (415) 932-2100

N/A

(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 (see General Instructions A.2. below):

- .. 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 2.02 Results of Operations and Financial Condition.

On April 29, 2009, Visa Inc. (the Company) issued a press release announcing financial results for its fiscal 2009 second quarter.

A copy of the press release is attached hereto as Exhibit 99.1. All information in the press release is furnished but not filed.

Item 7.01 Regulation FD Disclosure.

On April 29, 2009, the Company announced that it intends to file a universal shelf registration statement on Form S-3 with the Securities and Exchange Commission. A copy of the press release is attached hereto as Exhibit 99.2. All information in the press release is furnished but not filed.

On April 29, 2009, the Company will host a conference call to discuss its fiscal 2009 second quarter financial results. A copy of the presentation to be used during the conference call is attached hereto as Exhibit 99.3. All information in the presentation is furnished but not filed.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

- 99.1 Press release of Visa Inc., dated April 29, 2009.
- 99.2 Press release of Visa Inc., dated April 29, 2009.
- 99.3 Presentation of Visa Inc., dated April 29, 2009.

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.

Date: April 29, 2009

VISA INC.

By: /s/ Joseph W. Saunders
Joseph W. Saunders
Chief Executive Officer and Chairman of the Board of
Directors

EXHIBIT INDEX

Exhibit

| Number | Description |
|---------------|---------------------------------------------------|
| 99.1 | Press release of Visa Inc., dated April 29, 2009. |
| 99.2 | Press release of Visa Inc., dated April 29, 2009. |
| 99.3 | Presentation of Visa Inc., dated April 29, 2009. |