

VISA INC.  
Form 8-K  
January 26, 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): January 22, 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 8.01 Other Events.**

On January 26, 2009, Visa Inc. (the Company ) issued a press release announcing that on January 22, 2009, its Board of Directors declared a quarterly dividend in the aggregate amount of \$0.105 per share of class A common stock (determined in the case of class B and class C common stock on an as-converted basis) payable on March 3, 2009, to all holders of record of the Company s class A, class B and class C common stock as of February 13, 2009.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Attached as Exhibit 99.1 is a press release issued by the Company on January 26, 2009, to announce the declaration of a dividend.

**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.

VISA INC.

Date: January 26, 2009

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

**EXHIBIT INDEX**

**Exhibit**

| <b>Number</b> | <b>Description</b>                                 |
|---------------|--|
| 99.1          | Press Release of Visa Inc., dated January 26, 2009 |