VISA INC.
Form 8-K
March 07, 2014

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): March 6, 2014

VISA INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware	**001-33977**	**26-0267673**
(State or Other Jurisdiction	**(Commission**	**(IRS Employer**
of Incorporation)	**File Number)**	**Identification No.)**

P.O. Box 8999

San Francisco, California **94128-8999**

(Address of Principal Executive Offices) (Zip Code)
Registrant s Telephone Number, Including Area Code: (650) 432-3200

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 March 6, 2014, Byron H. Pollitt, Jr., Chief Financial Officer of Visa Inc. (the Company) adopted a pre-arranged stock trading plan for the exercise of options and sale of shares of Company stock. Under the plan, Mr. Pollitt may sell up to 79,518 shares of Company stock. Mr. Pollitt s plan is scheduled to terminate in April 2015 or earlier, pursuant to the terms of the plan.

The transactions under the stock trading plan will be disclosed publicly through Form 4 filings with the Securities and Exchange Commission. The stock trading plan was adopted in accordance with guidelines specified under Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, and the Company s insider trading policy.

Mr. Pollitt will continue to be subject to the Company s executive stock ownership guidelines as outlined in the Company s Proxy Statement on Form DEF14A, filed on December 13, 2013.

Except as may be required by law, the Company does not undertake to report on specific Rule 10b5-1 pre-planned stock trading plans of Company officers, nor to report modifications or terminations of the aforementioned 10b5-1 plan or the plan of any other individual.

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: March 7, 2014

By: /s/ Charles W. Scharf
Charles W. Scharf,
Chief Executive Officer