

VISA INC.
Form 8-K
April 19, 2019

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 16, 2019

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.) |
|---|---------------------------------------|--|

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|--|--------------------------|
| P.O. Box 8999 San Francisco, California (Address of Principal Executive Offices) | 94128-8999 (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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On April 16, 2019, the Board of Directors of Visa Inc. unanimously elected Alfred F. Kelly, Jr., Visa's Chief Executive Officer and a member of the Board, to also serve as Chair of the Board, effective immediately. As Chair, Mr. Kelly succeeds Robert Matschullat, who will continue to serve as a member of the Board and chair of the Board's Finance Committee. The Board also unanimously elected John F. Lundgren as Visa's Lead Independent Director, effective immediately.

A copy of Visa's press release is filed herewith as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Description |
|----------------|--|
| <u>99.1</u> | <u>Press Release issued by Visa Inc., dated April 19, 2019</u> |

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: April 19, 2019 By: /s/ Kelly Mahon Tullier
Kelly Mahon Tullier
Executive Vice President, General Counsel and
Corporate Secretary