

VISA INC.  
Form 8-K  
October 17, 2016

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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): **October 17, 2016**

VISA INC.  
(Exact name of registrant as specified in its charter)

Delaware 001-33977 26-0267673  
(State or other jurisdiction (Commission (I.R.S. Employer  
of incorporation) File Number) Identification No.)

P.O. Box 8999 94128-8999  
San Francisco, California (Zip Code)  
(Address of Principal Executive Officer)

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 Instruction 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))

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Item 7.01 Regulation FD Disclosure

On October 17, 2016, Visa Inc. (the "Company") issued a press release announcing the resignation of Charles W. Scharf as the Chief Executive Officer of the Company and as a member of the Company's board of directors and the election of Alfred F. Kelly, Jr. as Chief Executive Officer of the Company, in each case effective as of December 1, 2016. A copy of the press release is attached hereto as Exhibit 99.1.

The information in this Form 8-K and the Exhibit hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press Release of Visa Inc., dated October 17, 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.

VISA INC.

**Company Name**

Date: October 17, 2016 By: /s/ Vasant M. Prabhu  
Vasant M. Prabhu  
Chief Financial Officer

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