CORPORATE PARTICIPANTS

Robert Matschullat, Independent Chairman
Kelly Mahon Tullier, Executive Vice President, General Counsel and Corporate Secretary
Charlie Scharf, Chief Executive Officer and Board member

QUESTION & ANSWER SESSION PARTICIPANTS

Mary Komatsu, Shareholder
Tena Gallagher, Shareholder
Maura Jones, Shareholder
Boris Senderson, Shareholder
Josh Kisner, Shareholder

PRESENTATION

Robert Matschullat:

Good morning. I’m Bob Matschullat, the Chairman of the Board of Visa Inc. and on behalf of your Board and our Management Team and the Employees of Visa, I would like to welcome you to our 2016 Annual Shareholder Meeting.

Today’s meeting is being recorded and a replay will be available on the Investor Relations website.

Before proceeding with the business of the meeting, I would like to take a moment to introduce the other members of the Board in attendance with us today and ask that each Director stand as their name is called. I’ll start with Lloyd Carney, the Chief Executive Officer of Brocade Communications and a member of our Audit and Risk Committee; Mary Cranston, a retired Senior Partner of the international law firm of Pillsbury Winthrop Shaw and Pittman LLP and Chair of the Board’s Audit Committee; Javier Fernandez-Carbajal, a consultant for public and private investment transactions and a wealth management advisor as well a former CEO of the Corporate Development Division of Grupo Financiero BBVA Bancomer and a member of Audit and Risk Committee; Al Kelly, Management Advisor to TowerBrook Capital Partners LP, former President of the American Express Company and Chair of the...
Board’s Nominating and Corporate Governance Committee and a member of the Compensation Committee; Cathy Minehan, the Dean of the School of Management of Simmons College and the former President and CEO of the Federal Reserve Bank of Boston and one of the financial experts on our Audit and Risk Committee; Suzanne Nora Johnson, the former Vice Chair of Goldman Sachs and Chair of the Board’s Compensation Committee and a member of the Nominating and Corporate Governance Committee; David Pang, the CEO of Kerry Group Kuok Foundation Limited and a member of the Compensation and Nominating and Corporate Governance Committees; John Swainson, President of the Dell Software Group and a member of the Compensation Committee and Nominating and Governance Committee; and Maynard Webb, the Founder of Webb Investment Network and a Co-Founder of Everwise Corporation and a member of the Audit and Risk Committee. Also sitting next to me or almost next to me is Charlie Scharf, Visa’s CEO and a member of the Board, and I am proud to serve with such an experienced, dedicated group of Directors who are committed to representing the best interests of Visa and its shareholders.

I would also like to introduce our Executive Officers who are here today. Kelly Mahon Tullier, Executive Vice President, General Counsel and Corporate Secretary; Vasant Prabhu, Executive Vice President and Chief Financial Officer; and Michael Ross, Executive Vice President and Global Head of Human Resources.

Also with us this morning is Jana Barsten and Ryan Lemos of KPMG, our independent registered public accounting firm. They will be available to answer questions later in the meeting.

At this time, Kelly will conduct the formal portion of this meeting and record the minutes. Then Charlie will present an overview of Visa’s fiscal 2015 financial results and business strategies, and then we will address your questions. Kelly?

Kelly Mahon Tullier:

Good morning. Upon registration, you were provided with an agenda for the meeting and rules of conduct for the meeting. In order to allow for an orderly meeting and permit sufficient time for any questions, we ask that you abide by these rules.

As the proposals are presented, you will be given an opportunity to ask questions regarding the proposals. There will also be a question and answer period for company-related questions after Charlie’s presentation. If you would like to ask a question, please proceed to the microphone. Once you have been recognized, please identify yourself by name and state whether you are a stockholder or hold the proxy of a stockholder. Any such questions will be subject to the rules of conduct for the meeting.

We have an affidavit from Broadridge certifying that the stockholders of record as of December 7, 2015 were mailed a notice of Internet availability of proxy materials on or about December 11, 2015. The affidavit of mailing and notice will be filed with the minutes of this meeting. Andrew Wilcox on behalf of Broadridge has been appointed to serve as an inspector of elections. Mr. Wilcox, who is sitting in the back of the room, has taken the Oath of Office and is prepared to serve. Mr. Wilcox has advised me that we have present in person or by proxy a sufficient number of shares to constitute a quorum. Accordingly, the meeting is duly constituted and we may proceed with business.

It is 08:35 AM on February 3rd and the polls are now open for voting. They will close at the conclusion of the formal portion of this meeting. Until the polls close, any stockholder may revoke or change his or her vote on any matter. However, once the polls close no further ballots, proxies or votes or any revocations or changes will be accepted.
If you previously voted via the Internet, telephone or mail, you do not need to take any further action. If you did not previously vote or wish to change your vote, please raise your hand and we will provide you with a ballot to vote with us this morning. Does anybody need a ballot?

We will collect the ballots after voting has been completed on all matters on the agenda. Upon receipt of the ballots, the polls will officially close and we will announce the preliminary results of the voting at the end of the formal portion of this meeting.

There are five proposals on the agenda today. The first proposal is to elect 11 Directors to the Visa’s Board of Directors. The Board’s nominees for election are Lloyd Carney, Mary Cranston, Javier Fernandez-Carbajal, Al Kelly, Bob Matschullat, Cathy Minehan, Suzanne Nora Johnson, David Pang, Charlie Scharf, John Swainson and Maynard Webb. We did not receive any other nominations for Director.

The second proposal is an advisory vote to approve our executive compensation.

The third proposal is to approve the Visa Inc. 2007 Equity Incentive Compensation Plan as amended and restated.

The fourth proposal is to approve the Visa Inc. Incentive Plan as amended and restated.

The fifth proposal is to ratify the appointment of KPMG LLP to serve as Visa’s independent registered public accounting firm for the 2016 fiscal year.

If you have a question at this time, please proceed to the microphone. As a reminder, we will address only questions related to the proposals now. All other questions will be addressed during the Q&A portion of the meeting following Charlie’s presentation.

Maura Jones:

Hi. Ms. Jones, shareholder. On Page 25 there is a chart, Director Nominees 55%. Can you tell me what the key is supposed to be please? One is in yellow, one is in blue. Thank you.

Kelly Mahon Tullier:

Sorry, Ms Jones. Can you restate your question?

Maura Jones:

Could you identify what 55% of in the Director Nominees? There’s a yellow and there’s a blue. Blue states 55%. Fifty-five percent of what? There’s no definition below that graph.

Kelly Mahon Tullier:

It is 55% of the overall number of Directors. Eleven. Fifty-five percent of the total number of Directors.

Maura Jones:

Director nominees?

Kelly Mahon Tullier:

Correct.
Maura Jones:

Thank you.

Robert Matschullat:

Questions?

Kelly Mahon Tullier:

Stockholders who are voting in person should now mark their ballots on proposals 1 through 5.

Please raise your hand if you have a ballot or proxy card to be submitted.

Are there any proxy cards to be submitted?

It is 08:39 AM on February 3rd and the polls are now closed. No additional ballots, proxies or votes, changes or revocations will be accepted.

I have received the preliminary voting results from the Inspector of Election based on the proxies received as of the opening of the polls at today’s meeting. Ballots and proxies handed in during the meeting will be tabulated by the Inspector of Elections and included in the final tally, which will be filed with the minutes of this Annual Meeting of Stockholders. In addition, we will report the final voting results in a current report on Form 8-K within four business days from today.

The preliminary results of the voting are as follows.

Proposal 1 - Each of the Board’s 11 nominees has been elected to the Board of Directors. Each nominee was elected by a majority of the votes cast.

Proposal 2 - The advisory vote to approve the Company’s executive compensation has been approved by the affirmative vote of holders of at least a majority of the shares of the Company’s common stock who attended the meeting either in person or by proxy.

Proposal 3 - The proposal to approve the Visa Inc. 2007 Equity Incentive Compensation Plan as amended and restated has been approved by the affirmative vote of holders of at least a majority of the shares of the Company’s common stock who attended the meeting either in person or by proxy.

Proposal 4 - The proposal to approve the Visa Inc. Incentive Plan as amended and restated has been approved by the affirmative vote of the holders of at least the majority of the shares of the Company’s common stock who attended the meeting either in person or by proxy.

Proposal 5 - The proposal to ratify the appointment of KPMG LLP to serve as the Company’s independent registered public accounting firm for the 2016 fiscal year has been approved by the affirmative by holders of at least the majority of the shares of the Company’s common stock who attended the meeting either in person or by proxy.

I’ll now return the floor to Bob.

Robert Matschullat:
Thank you Kelly. This ends the formal portion of our meeting. There being no further business to come before this meeting, this meeting is adjourned.

We will now proceed with the overview of Visa’s fiscal 2015 financial results and business strategy presented by Charlie.

Charlie Scharf:

Thank you Bob and thank you all for joining us today. Now that the formal governance requirements of the Annual Meeting are complete, I’d like to spend a few minutes reviewing fiscal year 2015. I'll keep the presentation relatively briefly and leave plenty of time for your questions.

As a legal requirement, just a reminder that this presentation includes forward-looking information. Our actual results could differ materially for a number of reasons, which you can find in our fiscal 2015 Annual Report.

Fiscal 2015 was another solid year for Visa despite the continued period of uneven economic growth across the globe and increasing geopolitical tensions. Nonetheless, we delivered solid net operating revenue of $13.9 billion, a 9% increase over the prior year; adjusted diluted earnings per share of $2.62, a 16% increase over prior year’s results; and total global payments volume reached $4.9 trillion, a 5% increase on a nominal basis or 9% increase if you adjust for the unfavorable currency impact primarily driven by the stronger US dollar globally.

Finally, as has been our practice since our initial public offering, we returned the majority of our excess cash to our stockholders in the form of share buybacks and dividends. This amounted to over $4 billion last year. Most recently, our Board increased our quarterly dividend by 17% and as we reported last week, fiscal 2016 to date we have already repurchased $2 billion of our shares and remain very opportunistic buyers in these current periods of market weakness.

Longer term, our commitment to effective capital management remains a core focus. To review how we think about this, the first call on capital is to reinvest organically in the business. There is no better investment that we can make than in the organic growth of Visa itself. Second call is appropriate mergers and acquisitions activity; where we can buy assets versus building them to move more swiftly, we will do so. Finally, we return excess cash to our shareholders in the form of dividends and buybacks.

The last thing I’ll touch on about our capital is in the wake of our Visa Europe announcement. We raised approximately $16 billion of debt. This action allowed us to establish a more efficient long-term capital structure, one we expect to operate at a target leverage rate of 1.1 to 1.5 times gross debt to EBITDA.

We continue to focus on the six strategic goals I first spoke about when we met last year. Our approach to partnership, delivering all of Visa’s capabilities and expertise to our partners for our continued success with issuers, acquirers, merchants and others. We renewed a number of important issuer relationships across the globe, from Mexico to China to Korea to Australia and here in the United States, and we were pleased to win new issuing mandate from USAA. We also won several new co-brand network relationships including Costco, one of the nation’s largest retailers, which previously did not accept Visa credit, and Fidelity.

On the digital front, we broadened adoption of Visa Checkout, which now counts over 10 million registered users and is available with over 250,000 merchants in 16 countries. In developing countries, we are piloting mVisa, which allows consumers to make payments, purchase goods or send money to others from their bank or stored value account via their mobile devices. In addition, for the continued growth of Apple Pay during 2015, we worked with partners like Samsung, Google and Facebook to launch more digital payment solutions. We continue to transform our own technology, evolving from a
hardware-based network to one focused equally on software. We opened a new technology center in Bangalore, India to help us accomplish this. We will ultimately have 1,000 employees there focused on building our digital assets including application programming interfaces or APIs, the necessary bridge that allows software developers easier access to our network. I have really been inspired as I spend time there and with our employees in other locations seeing the great new ideas that they are coming up with during our own Hack-A-Thon events and as they collaborate with clients and partners.

We are expanding access to electronic payments, both growing card issuance through our financial institution partners and increasing the number of physical and mobile points of acceptance. In fiscal 2015, we added 140 million new cards and expanded into new acceptance categories such as education, transit, debt repayment, childcare and taxes. We also help bring people into the financial system through public and private disbursement programs through pre-paid cards and a variety of other financial inclusion programs around the world.

Our goal to champion payments systems security is focused on making our network and the broader payments ecosystem safe when conducting electronic commerce transactions. Consumers, merchants and financial institutions all benefit from our fraud protection and cyber security capabilities. Our continued investments in technologies like tokenization, enhanced mobile alert services for consumers, and risk products for our financial immersion partners are leading the charge.

Finally, though not pictured on this slide, we continue to strive to be the employer of choice for top talent. Visa’s success relies on the great talent of our employees and we are proud of the recognition received such as included in the world’s most ethical companies by Edisphere Institute and being ranked on the Forbes list of the World’s Most Innovative Companies.

We are obviously anticipating the close of our Visa Europe acquisition as we look ahead in fiscal year 2016. As I said when we first announced this deal in November, we are extremely excited to be combining the two businesses together after almost eight years of Visa Europe on its own as a member-owned association. This is a transaction that makes enormous sense for both of us.

From a strategic point of view, a unified Visa will benefit European and global clients. We will be able to provide the full power of our global processing platform, innovative products and world-class brand as well as direct access to our investments in technology, differentiated products and services, capital and talent. The combined business will be a leader across a host of payment industry metrics, some of which are profiled on this slide. We will also be able to create substantial value through revenue opportunities and cost efficiencies associated both with the integration and the transition of Visa Europe from an association or not-for-profit business model to a publicly held commercial entity.

We are confident in our capabilities to integrate the two businesses. We have a strong history of working together and experience with this type of integration, and transitions have gone through similar processes in 2007 when the six Visa entities merged to create Visa Inc. prior to our IPO in early 2008. Importantly, we will maintain a strong European presence as we have done elsewhere around the globe and we will approach the market with country specific strategies that recognize the unique competitive and regulatory landscape of the continent.

Finally, we will be soon launching our inaugural corporate and social responsibility report, which I hope you will review. We are very fortunate that our core business moves the world forward, helps grow economies and improves the lives of consumers. We are proud of what we have achieved with our business and in our communities, and now I’d like to share a quick video that shows what we are doing.

(VIDEO PRESENTATION)

Charlie Scharf:
That concludes my formal remarks. Now we are ready to take your questions. We have a microphone set up here in the aisle and if you would like to ask a question please state your name and ask away.

Mary Komatsu:

Good morning. My name is Mary Komatsu and I’m a shareholder. Very happy to be a shareholder of this well-run company. My question today is regarding emerging technologies. I’m trying to determine if they are a friend or a foe to Visa. If you take something like Apple Pay - and please correct if I don't understand it - I think Apple sort of sees it at the moment another way to use your existing Visa account, in which case I think it’s good for the business. But I know Apple is also collecting a fee per transaction and I wonder who pays. I also wonder if longer run there’s any chance that those large companies, like Apple Pay, could circumvent the Visa system or create threats to the business. I appreciate your comments on that point. Thank you.

Charlie Scharf:

Sure. It’s a great question and one that we spend an awful lot of time on as a Management Team and as a Board. Technology as it is in almost any industry can be one of your great friends or it could be one of your great enemies. We believe that we have to embrace what technology allows us to do as Visa today. So the people that we partner with including Apple, Samsung, Google and some of the other names that you might know are people that we work very closely together with to be supportive of the way we in which do business, and so on Samsung Pay, Google Pay and Apple Pay, those transactions are all Visa transactions that are conducted in the same manner as if you presented your card. You’re just using your phone instead, and we work very, very closely with them to ensure that those experiences continue to be the best experiences, continue to be branded as Visa and your bank transactions so that that way of paying is preserved over the long term.

Certainly there are other alternatives that have existed for a long time for people to pay with, whether it’s cash, check or other electronic means, and what we’re focused on is continuing to build the Visa experience, not only so it’s easy to use, not only so it’s the safest and most secure way or be paid, but so that it has all of the experiences embedded in it and so that is the way people want to actually use the technology.

So we’re actually excited about all these new technologies because for us they’re ways to expand the usage of our products and that’s the way we’re focused on using technology.

More questions? Yes, please.

Tena Gallagher:

My name is Tina Gallagher and I’m a shareholder. I have two questions. One of them is I thought all cards were going to have chips in them by October 1 of 2015 and that doesn’t seem to be the case. Lots of retail stores do not still accept them. The second is how are we doing in China? The expansion in China. Thank you.

Charlie Scharf:

Also two great questions. First of all, on chip cards, chip cards are something that’s extremely important to continue to improve the safety and the security of transactions, and historically the US was behind the rest of the world in the issuance of chip cards. We set out a change of rules effective October 1st to greatly encourage banks to issue chip cards and merchants to accept those chip cards, but they each
have an awful lot of work to do to get those cards into market and to do the software and the hardware work at the merchant locations necessary to accept those cards.

To date we’ve actually had great progress. We have over 210 or 211 million cards that are issued with chips in them today, which is up over 600% from a year ago. That’s actually more chip cards than exist in any other country in the world. We have over 750,000 merchant locations that accept those chip cards, also up about 8 or 9 times from a year ago, and we expect that number to triple—I’m sorry. We expect that number to be roughly 50% of all merchant locations by the end of the year. Today, about 43% of all credit cards are chip cards, which is a little over 70% of the transactions by purchase volume, and roughly 20% of all debit cards, which is 45% of all debit card transactions. So you look at that and from almost nothing a year ago there is enormous amounts of effort that are being put in place. We’re seeing it in the numbers of transactions, and over the next year or two we would expect those numbers to continue to climb fairly significantly as there’s great incentive for both the issuers and the merchants to accept those cards and their consumer is telling them that they want to use those cards.

China continues to be one of the great opportunities for us, albeit a very long-term opportunity. The Chinese government issued its first set of regulations laying the path for opening the domestic market up to competition from people other than the one provider that’s been processing the bank cards in that marketplace. We’re awaiting the final regulations to be released which we hope to be released over the next several months, at which case we’ll make our application, and we’ve done a tremendous amount of work internally both to make that application and to have a compliant operating environment in place.

We still should just note that while we can’t compete in the domestic marketplace, we have great relationships with the Chinese banks because we issue cards that can be used by Chinese nationals outside of China and that’s a very, very strong and growing business for us. Those relationships that we have with the banks are very, very important for us as we enter the domestic marketplace hopefully after we achieve our license and work as partners in order to grow the business domestically. So we just have to wait for those regulations to be released.

Tena Gallagher:

So over the past quarter when some of the chip cards have been used, are you seeing less—I assume the chip cards made it so that Visa would have less problems with fraud and that you’d have the stores pay for some of the fraud.

Charlie Scharf:

Sure. Chip cards by the very nature of them because they’ve not been able to be duplicated, which historically has been a very big part of the fraud costs that have been borne by the ecosystem out there, far less fraud on chip cards, which is why we obviously think it’s in everyone’s best interest to get more chip cards in the marketplace and used.

Tena Gallagher:

Can you tell us the amount of fraud that Visa has carried through 2015?

Charlie Scharf:

Sure, we—well first of all, I don’t know the exact number sitting here. We don’t actually pay as Visa for the fraud costs. The costs of fraud are borne by either the financial institution that issues the card or the merchants that accept the cards.

Any further questions?
Maura Jones:

I had a couple of follow-on questions regarding the chip technology. Maura Jones, shareholder. I’m curious as to the performance metrics of Visa net from the chip versus the swipe.

Charlie Scharf:

There’s very, very little difference in the performance within the Visa network for when the transaction is actually presented to Visa. It takes a little bit longer from when you swipe the card versus when the card is dipped and we’re actually working with all the technology players in the ecosystem to minimize that difference and you should see that time period come down.

Maura Jones:

So you’re saying the customer experience should be faster with the chip versus the swipe.

Charlie Scharf:

No. I think over time you’ll see a customer experience which is about the same most likely, but there’ll be less fraud in the system which is good for everyone.

Maura Jones:

Okay. So what I have seen here in the States is that you have a chip with signature which basically does not provide the full security amount of benefit if they do a chip with a PIN. Could you comment on when you would foresee chip plus PIN in the States here?

Charlie Scharf:

Sure. You see today—depending on what the issuers do with issuing their cards, you have either a chip and signature or a chip and PIN. What we’re most concerned with is with the extensive usage of our cards, when you change the method of payments we think it’s very, very important to strike the right balance between not standing in the way of commerce and the growth in commerce, and at the same time achieving the maximum security that’s necessary.

Today, historically we’ve used signature and PIN, and when you look at what drives the fraud on our cards, the vast majority of the fraud is because the cards have been able to be replicated and by using the chip cards those cards cannot be replicated. So just by moving from the mag stripe to the chip you reduce the majority of the fraud that exists in the system. What we want to ensure is that we’re continuing to have a process in place at the point of sale that doesn’t create confusion and doesn’t stop commerce from being able to grow.

Maura Jones:

So the trend now is the fraud is migrating from the physical aspect to online. I’m not sure if it’s Visa Europe but Europe had seen about a 40% increase in fraud when they transferred from the magnetic stripe to the chip. So I’m curious now that chip has been introduced in the States, are you seeing an increased tick on fraud via online.

Charlie Scharf:
Sure. That’s also a great question because the general concept is there are—if you just think about it is there are criminals out there and criminals are always going to look to find out where they can find a place for them to make their money. So as we’ve gotten tougher because of the chip cards making it easier for them to make their money in the physical world, they do go look in the online world. It’s still very, very early but we would expect to see the criminals target the online world in a much bigger way than they’ve done historically because we did see that elsewhere, but we’re also doing a tremendous amount of things in the online world, not just to minimize that effect but to bring down fraud in the online world. So you’ve seen us talk about things like tokenization where we’re taking the physical account number out of the flow of the transactions. We’re increasing the amount of encryption that exists throughout the network, and so we’re pretty confident that with the things that we’ve got in the hopper that there’s a tremendous amount that we can do to minimize the fraud in the online space. That’s something that we keep our close eye on.

Maura Jones:

Then the last question currently is there’s a lot of migration where there’s a lot of push towards a mobile platform, so that there would be less costs on the physical aspect of even creating the card itself. Could you comment on that and also on the impact of the average costs for a merchant to utilize chip as well as to a bank to create that option?

Charlie Scharf:

Sure. I think in all of our conversations both internally in Visa and the conversations that we have with both merchants and issuers, the real driver for us to embrace mobile technology doesn’t relate to lowering the cost for anyone because the card doesn’t have to exist; it’s because we all believe that it could be a great experience and it’s something that the customers ultimately want to use. Cards aren’t disappearing in the short term. We all understand that we’re going to continue to support the kinds of technologies, be they mobile technologies or the technology that exists on a physical card as long as consumers want to continue using their products that way. So what we’re very supportive of is to continue to provide as many methods for them to pay and use their products as they choose.

Maura Jones:

So who do you see as the top three competitors to the Visa market in terms of that technology, or even offering a better customer experience?

Charlie Scharf:

Well I hope no one is offering a better customer experience because we work every day to come in and provide the best customer experience, so hopefully when that question is asked at other annual meetings they answer Visa.

What we would say is, listen, there is strong competition everywhere we do business. We have a great competitor in MasterCard, America Express, Discover, in China, China UnionPay. There are local networks across the world that we compete with in certain jurisdictions and there’s been strong competition for a long time and that continues. What we’re very proud of is the fact that we continue to be able to do the kinds of business and produce the kind of growth rates that we can produce with the competition that exists.

Our belief actually is that we actually welcome the competition. Strong competition makes for a better set of product capabilities for everyone who participates in the ecosystem because it pushes all of us to consistently do a better job, but we’re very, very happy with our own performance and very happy with our position today.
Boris Senderson:

Boris Senderson, a shareholder. Trillions of transactions a year, that’s a lot of valuable data. Are you able to monetize it?

Charlie Scharf:

The data that flows over our network is a product of the fact that the issuers choose our network to run their transactions over and the fact that the merchants actually want to accept our product. So the short answer is yes, we use that data but we use it very, very carefully. We’ve used that data for a very, very long time to minimize the risk that exists in the system because that benefits everyone. So every time you use your card or your mobile device, we run multiple queries and look at a whole series of data elements to help people determine whether or not it’s really you and that’s really a transaction that you mean to have occur on your account, and then we feed that back to the merchant and the issuers to help determine whether that should be approved. Because of those advanced analytic capabilities we’ve been able to keep fraud so low in our system and it’s one of the great values that we bring to the people that use our cards.

There’s a lot of opportunity to use that information and data to help do a better job in marketing products and helping both our issuers and our merchants grow their business, and we’re very focused on doing that but only in a way that they want that data used and only in a way that consumers want that data to be used as well.

Any further questions?

Male Speaker:

Assuming that the Visa Europe deal closes as anticipated this spring, how long after that before we can start expecting profit from Europe?

Charlie Scharf:

We do hope that the transaction does close this spring, as you mentioned. We obviously have another—we’re waiting on some regulatory approvals and what we said when we announced the transaction is this fiscal year for us we would expect it to be slightly dilutive and then it would be accretive to earnings per share next year and that we anticipate when we release I guess our fiscal second quarter results at the end of next quarter, hopefully the transaction will have closed and we’ll provide an update and some more level of specificity to what we expect Visa Europe to benefit Visa.

There was another gentleman. Yes, sir.

Josh Kisner:

Josh Kisner. I’m a shareholder. Thank you for your leadership. My question is about return of capital to shareholders. You mentioned buybacks, also the dividend. Can you talk a little bit about the decision making process between dividing total return between those two, how you balance that out?

Charlie Scharf:
Between dividends and buybacks?

**John Kisner:**

Yes.

**Charlie Scharf:**

Sure. We’ve spent a lot of time thinking through what the right way for this company is to apportion the excess capital that we have. We believe that we should pay a dividend which is appropriately sized for a company with the characteristics of what Visa is today, which is it’s a strong, consistent earner but still a relatively evolving and changing business with great opportunities for us to invest and grow the business. So the view is that we want to provide a fair and consistent dividend to our shareholders that is targeted at a consistent level and then grows as the earnings of the company grow. So we’re very comfortable with what that is today, but as we’ve said we also believe that given the nature of the company today we should return the excess capital to shareholders over a reasonable period of time and to accomplish that through buybacks.

Every year when we evaluate the level of the dividend the Board looks at the qualities of the Company, the projections of the Company, the competitive environment and the way other companies are thinking about their dividend capacity and I’m sure we’ll continue to do that.

Any other questions?

All righty. Well, listen thank you all very much for attending. We appreciate your support and we look forward to seeing you next year.