

Wright Express CORP  
Form 8-K  
July 24, 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) July 24, 2009 (July 21, 2009)  
WRIGHT EXPRESS CORPORATION**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation)	<b>001-32426</b> (Commission File Number)	<b>01-0526993</b> (IRS Employer Identification No.)
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<b>97 Darling Avenue, South Portland, ME</b> Address of principal executive offices	<b>04106</b> Zip Code
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Registrant's telephone number, including area code **(207) 773-8171**

(Former name or former address if changes 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:

- 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 1.01 Entry into a Material Definitive Agreement.**

On July 21, 2009, Wright Express Corporation (the Company or Wright Express ) entered into an interest rate swap arrangement (the Swap ) with SunTrust Bank ( SunTrust ).

The Swap with SunTrust is for a notional amount of \$50,000,000, with an effective date of July 22, 2009 and a maturity date of July 22, 2011 and a fixed interest rate of 1.35% per annum.

The Swap was designed as a cash flow hedge intended to reduce a portion of the variability of the future interest payments on our credit agreement. The Swap fixes the interest payments on a portion of our variable rate revolving 2007 credit facility.

The variable rate of the Swap is based upon the 1-month USD-LIBOR-BBA with the rate resetting and the Swap settling on the 22nd of each month (or the following business day if the 22nd of the month is not a business day).

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

See Item 1.01 above, the contents of which are incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

**Exhibit No.**

**Description**

10.1	Confirmation of transaction between SunTrust Bank and Wright Express Corporation, dated as of July 22, 2009
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**SIGNATURE**

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.

**WRIGHT EXPRESS CORPORATION**

Date: July 24, 2009

By: /s/ Melissa D. Smith  
Melissa D. Smith  
*CFO and Executive Vice President,  
Finance and Operations (principal  
financial officer)*

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**WRIGHT EXPRESS CORPORATION**  
**CURRENT REPORT ON FORM 8-K**  
**Report Dated July 24, 2009**  
**EXHIBIT INDEX**

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