



Visa Inc. Class A Common Stock Sale Instruction Form

For Internal Use Only: Create as Ownership Change | Restricted | Issue # VSA3

NOTE: All fields are required unless indicated as being optional. All required fields must be completed, or your Stock Sale Instruction Form cannot be processed. Instructions are provided on pages 5 & 6 for fields containing a number annotation. Ensure instructions are only submitted one time to prevent rejection or duplication of the sale.

Delivery of this form to EQ Shareowner Services must be followed with SWIFT message MT599 sent to SWIFT Bank Identifier Code (SWIFT BIC) EQFIGB33 as instructed below.

Create and provide a unique 8-12-digit alphanumeric reference number. You must provide your unique reference number in field 20 of your SWIFT message MT599.

Reference number (1):

Account registration (3):

Account number (10-digit) (2):

Account address (4):

Upon receipt of this form and SWIFT message MT599, your Visa Inc. Class C shares will be converted to Visa Inc. Class A Common Stock at the applicable conversion rate for Visa Inc. Class C Common Stock pursuant to Section 4.10 of the Eighth Amended and Restated Certificate of Incorporation of Visa Inc. Once converted, your Visa Inc. Class A Common Stock shares will be sold in accordance with the Sales Plan Terms defined below. The Class C Common Stock to Class A Common Stock conversion rate following the March 18, 2015 Class A stock split distribution date will be four shares of Class A Common Stock for each one share of Class C Common Stock. The current applicable conversion rate may be found at investor.visa.com.

Prior to placing a request to sell your shares you should validate the number of shares eligible for conversion and sale by reviewing your account on Shareowner Online at <http://www.shareowneronline.com>.

In accordance with the Sale Plan Terms defined below please convert ⁽⁵⁾ shares of Visa Inc. Class C Common Stock and sell ⁽⁶⁾ shares of Visa Inc. Class A Common Stock held in the above referenced account.

Please note that you must authenticate the instruction provided on this form via a SWIFT message MT599. Your SWIFT message MT599 must include the following information:

- Field 20 (Transaction Reference Number): Please insert the unique reference number you created at the top of this form
- Field 21 (Related Reference): Please insert "Restricted Stock"
- Field 79 (Narrative): Please insert the following information:

Attn: EQ Shareowner Services

Please accept this SWIFT message as an authentication of our letter sent to you via [DELIVERY METHOD] on [DATE OF DELIVERY], providing you instructions to sell Visa Inc. Class A shares and send the payment to us.

EQ Shareowner Services will take action in accordance with your instructions only after both the SWIFT message MT599 and this form have been received by us. ⁽⁷⁾

Please send the SWIFT message MT599 to Equiniti Financial Services Limited's SWIFT Bank Identifier Code (SWIFT BIC), EQFIGB33. If your SWIFT message MT599 is not received within five U.S. business days, then both your completed form and SWIFT message MT599 must be resubmitted before EQ Shareowner Services will act on your request.

Payment Method (Please complete only one payment delivery option)

Sell these shares and deliver the resulting proceeds in the following currency: *(select one)*

- U.S. Dollars (USD) Euro (EUR) Pound Sterling (GBP)

Proceeds will be net of applicable fees and brokerage commission.

Select one of the following payment methods:

- U.S. Financial Institution (Wire) International Financial Institution (Wire) Check

Wire Transfer Instructions *(Complete one of the following based on the selected payment method)*

Please note that in order for your funds to be delivered via wire the beneficiary bank account name must match the legal name of your financial institution as it is reflected on the Visa Inc. stock register. In the event your legal name as reflected on the Visa Inc. stock register needs to be updated, please contact EQ via one of the methods listed on page 6.

We recommend wire transfer delivery instructions are confirmed with the receiving institution before completing the wire transfer instructions.

U.S. Financial Institution

If the final destination of your funds is a U.S. financial institution, please complete the following information ⁽⁸⁾:

| | |
|---------------------------------------|-------------------------------------------------------------------------|
| U.S. beneficiary bank name: | U.S. beneficiary bank ABA / routing number (9-digits): |
| U.S. beneficiary bank street address: | For credit to beneficiary account number at U.S. financial institution: |
| U.S. beneficiary bank city: | Additional instructions for beneficiary (optional): |
| U.S. beneficiary bank state: | U.S. beneficiary bank ZIP Code: |

International Financial Institution

If the final destination of your funds is a financial institution located outside the U.S., please complete the following information ⁽⁹⁾:

| | |
|----------------------------------------------|-------------------------------------------------------------------------|
| Beneficiary bank name: | For credit to beneficiary bank account number (i.e. IBAN, CLABE, etc.): |
| Beneficiary bank SWIFT BIC (8 or 11-digits): | Additional instructions for beneficiary (optional): |
| Beneficiary bank street address: | Purpose of transaction: |
| Beneficiary bank city: | Additional instructions for beneficiary (optional): |
| Beneficiary bank state / province: | |
| Beneficiary bank country: | International routing code (IRC): |

If the wire instructions provided are invalid, inaccurate, incomplete, or are unable to be verified then a check will automatically be issued in U.S. dollars and will be sent using a traceable deliverable courier service. ⁽¹⁰⁾

Courier Instructions

All checks are issued in U.S. dollars. Complete the courier instructions below to ensure delivery of your proceeds. If the courier instructions are invalid, a check will be sent via U.S. Postal Service.

| |
|------------|
| Attention: |
|------------|

| |
|-------|
| City: |
|-------|

| |
|-------------------|
| State / Province: |
|-------------------|

| |
|-----------------|
| Street address: |
|-----------------|

| |
|----------|
| Country: |
|----------|

Sales Plan Terms

Equiniti Trust Company, LLC (the "Agent") will aggregate all shares for which requests to sell were received from participants and then will place the trade through an Agent affiliated registered broker/dealer and member of NASD/SIPC, of such shares in the open market. Depending on the number of shares being sold daily and current trading volume in the shares, sales may be executed in multiple transactions and may be traded on more than one day. The fee (including brokerage fees and commissions) in connection with the sale of shares is \$75.00 USD per sale transaction plus \$0.08 USD per share sold.

The price per share sold will be the average weighted price for all shares sold for the plan on the trade date or dates less applicable brokerage fees.

Participants should be aware that the share price may fluctuate between the time your sale request is received by the Agent and the time the sale is made on the open market. The price risk will be borne solely by you. The Agent may, at its own discretion, accept written requests to revoke instructions.

The Agent may, at its own discretion, process sales for all completed instructions that are submitted to the Agent. The Agent may, at its own discretion, reject sales based on the reasonable belief that submitted completed instructions are duplicative of previously submitted instructions. Any price risk will be borne solely by you.

Market sales are posted to your account as of settlement date. The settlement date is the date the administrator delivers the shares to the broker. Settlement date is three business days after the sale trade date. Your shares will be sold as soon as practicable following the receipt of your request and confirmation through the SWIFT message MT599.

The foreign exchange rate is based upon the then current trading market which is subject to fluctuation, the size of the transaction, and fee arrangements with our banking partner that processes the payment. Electronic funds transfer payments in an international currency also may be subject to lifting fees that are charged by intermediary banks or your receiving bank. These are based on general banking practices within the applicable country.

Invalid, inaccurate, or incomplete bank wire or courier delivery instructions will result in a U.S. dollar denominated check for your proceeds, less any applicable wire transfer fees, being delivered to the address of record for this account.

Authorization

In connection with this sale, the undersigned warrants and represents that (i) he/she is a duly appointed and qualified officer of the shareholder account identified herein, (ii) as such an officer, he/she is authorized to sell, assign, transfer, and/or deliver any and all stocks, bonds, or other securities now or hereafter registered in the name of the shareholder account, and (iii) he/she commits to sell Visa Inc. Class A common stock shares on the open market. If these shares are not sold within five business days from the date of conversion in connection with a proposed sale, the shares shall be re-converted into shares of the applicable restricted stock.

Please contact Equiniti Trust Company, LLC for more information.

Name of financial institution (11):

Authorized signature (13):

Date:

Print name:

Email address:

Title:

Second signature (if required by financial institution):

Date:

Print name:

Email address:

Title:

Instructions for Completion

Please follow these instructions which correspond to the numbers in the document when completing the sale instructions:

1. Please create and insert a unique 8-12-digit alphanumeric reference number and reference the same number in line 20 of your SWIFT message MT599.
2. Please insert your financial institution's EQ Shareowner Services account number. The account number can be found on the Conversion Notice, Redemption Notice, or Book Entry Account Statement.
3. Please insert the legal name of your financial institution as it is reflected on the Visa Inc. stock register.
4. Please insert the address of your financial institution as it is reflected on the Visa Inc. stock register.
5. Please insert the number of Class C Common Stock shares you wish to convert to Class A Common Stock.
6. Please insert the number of Class A Common Stock shares you wish to sell in connection with the Sales Plan Terms. Please note the Class C Common Stock to Class A Common Stock conversion rate is four shares of Class A Common Stock for each one share of Class C Common Stock.
7. Please deliver a SWIFT message MT599 to Equiniti Financial Services Limited's SWIFT Bank Identifier Code (SWIFT BIC) EQFIGB33. The message must include the following details:
 - Field 20 (Transaction Reference Number): Please insert the unique reference number you provided at the top of the Visa Inc. Class A Common Stock Sale Instruction Form.
 - Field 21 (Related Reference): Please insert "Restricted Stock"
 - Field 79 (Narrative): Please insert the following information:
Attn: EQ Shareowner Services.
Please accept this SWIFT message as an authentication of our letter sent to you via [DELIVERY METHOD] on [DATE OF DELIVERY], providing you instructions to sell Visa Inc. Class A shares and send the payment to us.

Since each financial institution maintains its own policies and procedures concerning receipt and delivery of SWIFT messages, please contact the SWIFT administrator for your financial institution should you require assistance initiating a SWIFT message.

You must complete only one of the payment delivery options as outlined below (8, 9, or 10).

8. If you wish to receive your sale proceeds via wire transfer to a U.S. banking institution, please insert your wire transfer delivery instructions. In order to wire your proceeds, at a minimum all fields marked as required must be completed. We recommend you confirm your wire transfer delivery instructions with the receiving institution before entering your wire transfer instructions. Please note in order for your funds to be delivered via wire the beneficiary bank account name must match the legal name of your financial institution as it is reflected on the Visa Inc. stock register. In the event your legal name as reflected on the Visa Inc. stock register needs to be updated, please contact EQ.
9. If you wish to receive your sale proceeds via wire transfer to a banking institution outside the U.S., please insert your wire transfer delivery instructions. In order to wire your proceeds, at a minimum all fields marked as required must be completed. We recommend you confirm your wire transfer delivery instructions with the receiving institution before entering your wire transfer instructions. Please note in order for your funds to be delivered via wire the "For credit to beneficiary bank account name must match the legal name of your financial institution as it is reflected on the Visa Inc. stock register.
10. If you wish to receive your sale proceeds in a U.S. Dollar denominated check sent via overnight courier, please insert the name of an individual to whom the check should be directed. Please insert the overnight delivery address. Please note sale proceed checks will only be made payable in the legal name of your financial institution as it is reflected on the Visa Inc. stock register.
11. When executing the Visa Inc. Class A Common Stock Sale Instruction Form, where indicated under "Authorization" please insert the legal name of your financial institution.
12. Please insert the date the instructions were executed.

13. Please have the Visa Inc. Class A Common Stock Sale Instruction Form signed by a person with the authority to sell, assign, transfer, and/or deliver any and all stocks, bonds, or other securities registered in the name of your financial institution. Please print in the spaces provided the name, title, email address, and phone number of the person who signs the document. If the form is not executed by the authorized individual identified on EQ Shareowner Services' records, please provide supporting documentation which confirms the individual(s) authority to sell, assign, transfer, and/or deliver securities on behalf of your institution.
14. If required by your financial institution's operating procedures, please have the Visa Inc. Class A Common Stock Sale Instruction Form signed by a second person with the authority to sell, assign, transfer, and/or deliver any and all stocks, bonds, or other securities registered in the name of your financial institution.
15. Send the completed form to EQ Shareowner Services using only one of the following delivery methods:

Via Mail:

EQ Shareowner Services
PO Box 64874
Saint Paul, MN 55164
U.S.A.

Via Courier:

EQ Shareowner Services
1110 Centre Pointe Curve, Suite 101
Mendota Heights, MN 55120
U.S.A.

Via Email:

visa@equiniti.com

Via Fax:

+1-651-450-4133

If you have questions or require assistance completing this form, please contact EQ Shareowner Services toll-free at 1-866-456-9417, outside the U.S. at +1-651-306-4433, or via email at visa@equiniti.com. Our representatives are available to assist you Monday through Friday from 7:00 a.m. to 7:00 p.m. Central Time.

Neither Visa Inc., EQ Shareowner Services, nor any of their affiliates provide investment or tax advice with respect to purchasing or selling investments through the facilities offered by EQ Shareowner Services. Any investment decision must be made by the individual plan participant guided by his or her own research and judgment. The information contained herein is for informational purposes only and does not constitute advice, a solicitation, or an offer to buy or sell investment securities.

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Investment Products

Not FDIC Insured

No Bank Guarantee

May Lose Value