

US BANCORP \DE\  
Form 8-K  
March 04, 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: March 4, 2009  
(Date of earliest event reported)  
U.S. BANCORP  
(Exact name of registrant as specified in its charter)  
Delaware  
(State or other jurisdiction of incorporation)**

**1-6880**  
(Commission file number)

**41-0255900**  
(IRS Employer Identification No.)

**800 Nicollet Mall**  
**Minneapolis, Minnesota 55402**  
(Address of principal executive offices, including zip code)  
**(651) 466-3000**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(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:

- 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 8.01 Other Events**

On March 4, 2009, U.S. Bancorp issued a press release announcing that the Board of Directors has reduced the company's quarterly common stock dividend from \$0.425 to \$0.05 per common share, effective for the dividend payable April 15, 2009, to shareholders of record on March 31, 2009. At this quarterly dividend rate, the annual dividend is equivalent to \$0.20 per common share. A copy of the press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference. As discussed in the press release, U.S. Bancorp will host a conference call on March 4, 2009, at 8:00 a.m. (central time) to discuss these actions and to provide a business update. A copy of the presentation slides, which will be discussed during the conference call, is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press release dated March 4, 2009.

99.2 Presentation slides dated March 4, 2009.

**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.

U.S. BANCORP

By: /s/ Lee R. Mitau  
Lee R. Mitau  
Executive Vice President, General  
Counsel and Corporate Secretary

Date: March 4, 2009

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                       |
|---------------------------|--|
| 99.1                      | Press release dated March 4, 2009.       |
| 99.2                      | Presentation slides dated March 4, 2009. |