

US BANCORP \DE\
Form 8-K
March 09, 2011

**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): March 9, 2011

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

(Address of Principal Executive Offices)

55402

(Zip Code)

Registrant's telephone number, including area code: **(651) 466-3000**

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))

Item 7.01 Regulation FD Disclosure.

As previously announced, Richard K. Davis, U.S. Bancorp’s Chairman, President and Chief Executive Officer, will make a presentation at the Citi 2011 Financial Services Conference, at 10:30 a.m. EST on Wednesday, March 9, 2011, at the Waldorf Astoria Hotel in New York City. A copy of the presentation slides, which will be discussed during the presentation, is attached hereto as Exhibit 99.1. These slides can also be accessed on U.S. Bancorp’s website at usbank.com by clicking on “About U.S. Bank” and then “Webcasts & Presentations” under the Investor/Shareholder Information heading, which is located at the left side of the bottom of the page. An audio webcast of the presentation can also be accessed at this location on the website, and a replay of the webcast will be available within approximately one hour after the live event at the same location on the website and will remain posted for ninety days.

The information in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Citi 2011 Financial Services Conference Slides

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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.

U.S. BANCORP

By: /s/ Lee R. Mitau

Lee R. Mitau
Executive Vice President, General Counsel and
Corporate Secretary

Date: March 9, 2011

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EXHIBIT INDEX

Exhibit Number	Description
99.1	Citi 2011 Financial Services Conference Slides
	4
	4

der-right-width: 1; border-bottom-width: 1">3. Transaction Date (Month/Day/Year)3A. Deemed Execution Date, if any (Month/Day/Year)4. Transaction Code (Instr. 8)5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)6. Date Exercisable and Expiration Date (Month/Day/Year)7. Title and Amount of Underlying Securities (Instr. 3 and 4)8. Price of Derivative Security (Instr. 5)9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)11. Nature of Indirect Beneficial Ownership (Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Winnebago Stock Units (1) (1)10/31/2006 A 165 (2) (1) (1) Common Stock 165 (2) \$ 33,475 3,542 (3) D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AAL IRVIN E WINNEBAGO INDUSTRIES, INC. P.O. BOX 152 FOREST CITY, IA 50436	X			

Signatures

/s/ Raymond M. Beebe, Secretary, Winnebago Industries, Inc. under Power of Attorney 11/01/2006

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
Winnebago Stock Units are accrued under the Winnebago Industries, Inc. Directors Deferred Compensation Plan and are to be settled 100% in Winnebago common stock upon the earliest of the following events: reporting person's termination of service as a director, death, disability or a "change in the effective control of the Company" as defined in the Plan pursuant to an election made by reporting person on 12/6/05.
- (1) Represents amount of Winnebago Stock Units acquired by reporting person on the transaction date.
- (2) Represents total amount of Winnebago Stock Units held by reporting person in Winnebago Industries, Inc. Directors Deferred Compensation Plan as of reporting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. ITEM 2(C). CITIZENSHIP England

----- ITEM 2(D). TITLE OF CLASS OF SECURITIES
Common Stock ----- ITEM 2(E). CUSIP NUMBER
902681105 ----- ITEM 3. IF THIS STATEMENT IS
FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) //
Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of
the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) //
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----- ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL
EXECUTIVE OFFICES 460 NORTH GULPH ROAD KING OF PRUSSIA PA 19406

----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS BANK TRUST COMPANY LIMITED

----- ITEM 2(B). ADDRESS OF PRINCIPAL
BUSINESS OFFICE OR, IF NONE, RESIDENCE 54 Lombard Street London, EC3P 3AH, England

----- ITEM 2(C). CITIZENSHIP England

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----- ITEM 2(A). NAME OF PERSON(S) FILING
BARCLAYS BANK (Suisse) SA ----- ITEM 2(B).
ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 10 rue d'Italie CH-1204 Geneva

Switzerland ----- ITEM 2(C). CITIZENSHIP Switzerland

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----- ITEM 2(A). NAME OF PERSON(S) FILING BARCLAYS PRIVATE BANK LIMITED ----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE 59/60 Grosvenor Street London, W1X 9DA England ----- ITEM 2(C). CITIZENSHIP England ----- ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ----- ITEM 2(E). CUSIP NUMBER 902681105 ----- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) /X/ Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER UGI CORP
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----- ITEM 2(A). NAME OF PERSON(S) FILING BRONCO (BARCLAYS CAYMAN) LIMITED ----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary Street PO Box 908 GT George Town, Grand Cayman (Cayman Islands)
----- ITEM 2(C). CITIZENSHIP Cayman Islands
----- ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ----- ITEM 2(E). CUSIP NUMBER 902681105 ----- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A (a) // Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o). (b) // Bank as defined in section 3(a) (6) of the Act (15 U.S.C. 78c). (c) // Insurance Company as defined in section 3(a) (19) of the Act (15 U.S.C. 78c). (d) // Investment Company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8). (e) // Investment Adviser in accordance with section 240.13d(b)(1)(ii)(E). (f) // Employee Benefit Plan or endowment fund in accordance with section 240.13d-1(b)(1)(ii)(F). (g) // Parent Holding Company or control person in accordance with section 240.13d-1(b)(1)(ii)(G). (h) // A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813). (i) // A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15U.S.C. 80a-3). (j) // Group, in accordance with section 240.13d-1(b)(1)(ii)(J) ITEM 1(A). NAME OF ISSUER UGI CORP
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----- ITEM 2(A). NAME OF PERSON(S) FILING PALOMINO LIMITED ----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary Street PO Box 908 GT George Town, Grand Cayman (Cayman Islands) ----- ITEM 2(C). CITIZENSHIP Cayman Islands ----- ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ----- ITEM 2(E). CUSIP NUMBER 902681105 ----- ITEM 3. IF

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----- ITEM 2(A). NAME OF PERSON(S) FILING HYMF LIMITED ----- ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE Walker House Mary Street PO Box 908 GT George Town, Grand Cayman (Cayman Islands) ----- ITEM 2(C). CITIZENSHIP Cayman Islands ----- ITEM 2(D). TITLE OF CLASS OF SECURITIES Common Stock ----- ITEM 2(E). CUSIP NUMBER 902681105 -----

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purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. SIGNATURE After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. January 10, 2005 ----- Date
----- Signature Nancy Yeung Manager of Global Accounting
----- Name/Title