



**Item 1.01 Entry into a Material Definitive Agreement.**

On September 20, 2010, 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 \$150,000,000, with an effective date of September 22, 2010 and a termination date of March 22, 2012 and a fixed interest rate of 0.56% 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 September 20, 2010 |
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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: September 22, 2010

By: /s/ Steven A. Elder  
Steven A. Elder  
*Vice President, Corporate Finance*

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**WRIGHT EXPRESS CORPORATION  
CURRENT REPORT ON FORM 8-K  
Report Dated September 22, 2010  
EXHIBIT INDEX**

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