



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

On September 17, 2012, Wright Express Corporation (the "Company") purchased put option contracts and sold call option contracts, designed to be a costless collar, on the retail price of diesel fuel and the wholesale price of gasoline with Merrill Lynch Commodities, Inc. (collectively, the "Contracts"). The Contracts have an aggregate notional amount of 6,728,619 gallons of gasoline and diesel fuel and will expire on a monthly basis during the last two quarters of 2013 and the first quarter of 2014. The settlement of the Contracts is based upon the New York Mercantile Exchange's New York Harbor Reformulated Gasoline Blendstock for Oxygen Blending and the U.S. Department of Energy's weekly retail on-highway diesel fuel price for the month. The Contracts lock in a weighted average retail floor price of approximately \$3.41 per gallon and a weighted average retail ceiling price of approximately \$3.47 per gallon.

On September 21, 2012, the Company issued a press release announcing these transactions.

**Item 8.01 Other Events.**

On September 21, 2012, the Company issued a press release entitled "Wright Express Extends Its Fuel-Price Risk Management Program and Announces Changes to the Program." A copy of the press release is furnished as exhibit 99.1 and is incorporated by reference in its entirety.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

**EXHIBIT INDEX**

**Exhibit No.      Description**

99.1              Press release of Wright Express Corporation dated September 21, 2012

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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 21, 2012      By: /s/ Steven A. Elder  
Steven A. Elder  
*Senior Vice President and Chief Financial Officer*  
*(principal financial officer and principal accounting officer)*

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**WRIGHT EXPRESS CORPORATION**  
**CURRENT REPORT ON FORM 8-K**  
**Report Dated September 17, 2012**

**EXHIBIT INDEX**

**Exhibit No.      Description**

99.1\*              Press release of Wright Express Corporation dated September 21, 2012

\*                    Indicates that exhibit is filed with this report.