

EQUIFAX INC  
Form 8-K  
April 28, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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): **April 22, 2009**

**EQUIFAX INC.**

(Exact name of registrant as specified in Charter)

**Georgia**  
(State or other jurisdiction  
of incorporation)

**001-06605**  
(Commission File  
Number)

**58-0401110**  
(IRS Employer  
Identification No.)

**1550 Peachtree Street, N.W.**  
**Atlanta, Georgia**  
(Address of principal executive offices)

**30309**  
(Zip Code)

Registrant's telephone number, including area code: **(404) 885-8000**

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**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 obligations of the registrant under any of the following provisions:

- Written communication 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 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

**Executive Compensation Actions**

On April 22, 2009, the Compensation, Human Resources and Management Succession Committee (the Committee) of the Board of Directors of Equifax Inc. (the Company) reviewed and approved the 2009 long-term incentive ( LTI ) award opportunities for named executive officers pursuant to the Company's shareholder-approved 2008 Omnibus Incentive Plan. The named executive officers include Richard F. Smith, Chairman and Chief Executive Officer; Lee Adrean, Corporate Vice President and Chief Financial Officer; Coretha M. Rushing, Corporate Vice President and Chief Human Resources Officer; Kent E. Mast, Corporate Vice President and Chief Legal Officer; and William W. Canfield, President, TALX.

The Committee approved the following annual stock option and restricted stock unit awards to the named executive officers effective as of April 24, 2009:

| <b>Named Executive Officer</b> | <b>Stock Options</b> | <b>Maximum Number of Restricted Stock Units</b> |
|--------------------------------|----------------------|---|
| R. Smith                       | 220,000              | 90,000  |
| L. Adrean                      | 41,000               | 17,000  |
| C. Rushing                     | 32,000               | 14,000  |
| K. Mast                        | 30,000               | 13,000  |
| W. Canfield                    | 30,000               | 12,000  |

The stock options are non-qualified, have a ten-year term and vest 33-1/3% on the first anniversary of the grant date and 33-1/3% on each of the next two grant date anniversaries if the officer remains employed by the Company on those dates or has retired, subject to acceleration in the event of a change in control and adjustment in certain events.

The restricted stock units will vest three years from the date of grant if the officer remains actively employed by the Company, subject to acceleration if the termination is due to retirement, death, disability or change in control, and adjustment in certain events.

**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.

**EQUIFAX INC.**

By: /s/Kent E. Mast  
Name: Kent E. Mast  
Title: Corporate Vice President and  
Chief Legal Officer

Date: April 28, 2009