

POPULAR INC  
Form 425  
August 21, 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 (Date of Earliest Event Reported): August 21, 2009

**Popular, Inc.**

(Exact name of registrant as specified in its charter)

**Puerto Rico**  
(State or other jurisdiction of incorporation)

**0-13818**  
(Commission File Number)

**66-0667416**  
(I.R.S. Employer Identification No.)

**209 MUNOZ RIVERA AVE, POPULAR  
CENTER BUILDING, HATO REY, Puerto  
Rico**

(Address of principal executive offices)

**00918**  
(Zip Code)

Registrant's telephone number, including area code: 787-765-9800

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:

- x 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)

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- .. 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 8.01 Other Events.**

On August 21, 2009, Popular, Inc. issued a press release announcing the final results of its offer (the Exchange Offer ) to issue up to 390 million shares of its Common Stock in exchange for its Series A Preferred Stock and Series B Preferred Stock and for the Trust Preferred Securities. A copy of this press release is being filed as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference in its entirety.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit 99.1 Press release dated August 21, 2009

**SIGNATURES**

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.

August 21, 2009

Popular, Inc.

By: */s/ Ileana Gonzalez*  
*Name: Ileana Gonzalez*

*Title: Senior Vice President and Comptroller*

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated August 21, 2009