

EURONET WORLDWIDE INC
Form 3
September 30, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Heinz Roger | | (Month/Day/Year) | EURONET WORLDWIDE INC [EEFT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 4601 COLLEGE BOULEVARD,Â SUITE 300 | | 09/23/2008 | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| LEAWOOD,Â KSÂ 66211 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | Managing Dir, EMEA EFT Div | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|
| Common Stock, par value \$0.02 per share | 14,286 ⁽¹⁾ | D | Â |
| Common Stock, par value \$0.02 per share | 10,000 ⁽²⁾ | D | Â |
| Common Stock, par value \$0.02 per share | 12,000 ⁽³⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---|---|--|---------------|--------------|----------------------------------|
|---|---|--|---------------|--------------|----------------------------------|

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| | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------------|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Employee Stock Option (right to buy) | 02/01/2000 | 02/01/2009 | Common Stock | 25,000 | \$ 5 | D | Â |
| Employee Stock Option (right to buy) | 02/03/2001 | 02/03/2010 | Common Stock | 15,000 | \$ 6.75 | D | Â |
| Employee Stock Option (right to buy) | 01/08/2002 | 01/08/2011 | Common Stock | 10,000 | \$ 5.5 | D | Â |
| Employee Stock Option (right to buy) | 04/30/2002 | 04/30/2011 | Common Stock | 5,500 | \$ 5.85 | D | Â |
| Employee Stock Option (right to buy) | 11/27/2002 | 11/27/2011 | Common Stock | 7,000 | \$ 16.4 | D | Â |
| Employee Stock Option (right to buy) | 05/08/2003 | 05/08/2012 | Common Stock | 7,000 | \$ 17.66 | D | Â |
| Employee Stock Option (right to buy) | 11/22/2003 | 11/22/2012 | Common Stock | 20,000 | \$ 5.9 | D | Â |
| Employee Stock Option (right to buy) | 09/24/2004 | 09/24/2013 | Common Stock | 12,000 ⁽⁴⁾ | \$ 10.79 | D | Â |
| Employee Stock Option (right to buy) | 06/09/2005 | 06/09/2014 | Common Stock | 22,250 ⁽⁵⁾ | \$ 22 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Heinz Roger 4601 COLLEGE BOULEVARD SUITE 300 LEAWOOD, KS 66211 | Â | Â | Â Managing Dir, EMEA EFT Div | Â |

Signatures

Roger Heinz 09/29/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) The Reporting Person was granted 20,000 shares of restricted common stock on 9/21/05. Currently, 14,286 shares are outstanding, with 2,857 shares to vest on 9/21/08 and each anniversary thereafter.

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- (2) These shares of restricted common stock were granted on 12/11/06 with 4,000 shares to vest on 12/11/08, and 2,000 shares to vest on 12/11/09 and each anniversary thereafter.
- (3) These shares of restricted common stock were granted on 12/19/07 with 3,600 shares vested immediately. The remaining 8,400 shares to vest 3,360 shares on 12/19/09, and 1,680 shares to vest on 12/19/10 and each anniversary thereafter.
- (4) All of the shares are fully vested, except 2,400 shares that vest on 9/24/08.
- (5) All of the shares are fully vested, except 4,450 shares that vest on 6/09/09.

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