GLOBAL PAYMENTS INC

Form 4 March 20, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

Stock

Common

02/28/2008

(Print or Type Responses)

1. Name and Address of Reporting Person * Williams Carl J			suer Name and Ticker or Trading ol DBAL PAYMENTS INC [GPI	5. Relationship of Reporting Person(s) to Issuer			
(T. 1)	(F' 1)		_	(Check all applicable)			
(Last)	(First) (1		te of Earliest Transaction	Director 10% Owner			
10 GLENL	AKE.		th/Day/Year) 8/2008	Director 10% Owner X Officer (give title Other (specify			
	Y, NORTH TOW		0/2000	below) below) Pres. Worldwide Pymt Process			
	(Street)		Amendment, Date Original Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA, GA 30328				Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Sable I - Non-Derivative Securities	Acquired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yes	Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Proceedings (Instr. 3, 4 and 5)				
Common Stock	02/28/2008		M 5,011 A \$	575 28,897 D			

5,011

D

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

S

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

23,886

D

31.575

\$42

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 31.575	02/28/2008		M	5,011	<u>(1)</u>	07/19/2015	Common Stock	5,01

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Williams Carl J 10 GLENLAKE PARKWAY NORTH TOWER ATLANTA, GA 30328

Pres. Worldwide Pymt Process

Signatures

Carl J. Williams 03/20/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) This option will become exercisable in 25% increments on the first (June 25, 2005), second (June 25, 2006), third (June 25, 2007) and fourth (June 25, 2008) anniversary of the grant date.

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.

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