

EURONET WORLDWIDE INC

Form 4/A

May 16, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Romney M John

2. Issuer Name **and** Ticker or Trading
Symbol
EURONET WORLDWIDE INC
[EFT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

4601 COLLEGE
BOULEVARD, SUITE 300

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2006

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Executive Vice President

LEAWOOD, KS 66211

4. If Amendment, Date Original
Filed(Month/Day/Year)
05/10/2006

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table 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, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006		M ⁽²⁾	26,000	A \$ 10.47	89,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006		S ⁽²⁾	4,000	D \$ 36.14	85,000	D
	05/08/2006		S ⁽²⁾	4,000	D	81,000	D

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Common Stock, par value \$0.02 per share ⁽¹⁾					\$ 36.06		
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	9,500	D	\$ 36.15	71,500	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	4,000	D	\$ 36.2	67,500	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	500	D	\$ 36.18	67,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	4,000	D	\$ 36.17	63,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	3,500	D	\$ 36.21	59,500	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,500	D	\$ 36.25	58,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,000	D	\$ 36.03	57,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	2,500	D	\$ 35.89	54,500	D
	05/08/2006	S ⁽²⁾	1,500	D		53,000	D

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Common Stock, par value \$0.02 per share ⁽¹⁾					\$ 35.94		
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	5,000	D	\$ 35.96	48,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,000	D	\$ 35.92	47,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,500	D	\$ 35.91	45,500	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,500	D	\$ 35.78	44,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	3,000	D	\$ 35.77	41,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	1,000	D	\$ 35.62	40,000	D
Common Stock, par value \$0.02 per share ⁽¹⁾	05/08/2006	S ⁽²⁾	3,000	D	\$ 35.64	37,000	D

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

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(9-02)

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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. Transaction Code (Instr. 8)	5. Number of 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 of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.66					<u>(3)</u>	05/08/2012	Common Stock	24,000
Employee Stock Option (right to buy)	\$ 16.4					<u>(4)</u>	11/27/2011	Common Stock	7,000
Employee Stock Option (right to buy)	\$ 17.66					05/08/2007	05/08/2012	Common Stock	7,000
Employee Stock Option (right to buy)	\$ 5.9					11/22/2005	11/22/2012	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 10.47	05/08/2006		M	26,000	05/08/2010	05/08/2013	Common Stock	26,000
Employee Stock Option (right to buy)	\$ 10.79					09/24/2005	09/24/2013	Common Stock	7,200
Employee Stock Option (right to	\$ 10.79					09/24/2010	09/24/2013	Common Stock	14,000

buy)

Employee

Stock

Option \$ 22

(right to

buy)

(5)

06/09/2014

Common
Stock

22,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Romney M John 4601 COLLEGE BOULEVARD SUITE 300 LEAWOOD, KS 66211			Executive Vice President	

Signatures

Jeffrey B. Newman, Attorney
in fact

05/16/2006

**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) A portion of the restricted stock reported on this form may vest once per year upon the Company's satisfaction of certain financial performance criteria.
- (2) All of the transactions reported on this form are program transactions under a Rule 10b5-1 Plan adopted by the reporting person on 5/04/06.
- (3) The option vests in five equal annual installments beginning on 5/08/03.
- (4) The option vests in five equal annual installments beginning on 11/27/02.
- (5) The option vests in five equal annual installments beginning on 6/09/05.

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

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