

HENRY DANIEL R
Form 4/A
January 26, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HENRY DANIEL R

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)

3. Date of Earliest Transaction
(Month/Day/Year)
01/13/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Operating Officer

EURONET WORLDWIDE,
INC., 4601 COLLEGE
BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
01/13/2006

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

LEAWOOD, KS 66211

(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 (A) 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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$0.02 per share | 01/13/2006 | | M ⁽¹⁾ | 6,399 A | \$ 2.14 139,744 | D | |
| Common Stock, par value \$0.02 per share | 01/13/2006 | | M ⁽¹⁾ | 4,601 A | \$ 5.85 144,345 | D | |
| Common Stock, par | 01/13/2006 | | S ⁽¹⁾ | 1,100 D | \$ 29.11 143,245 | D | |

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| | | | | | | | |
|---|------------|------------------------|-------|---|-------------|---------|---|
| value \$0.02 per share | | | | | | | |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 1,200 | D | \$ 29.13 | 142,045 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 200 | D | \$ 29.14 | 141,845 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 200 | D | \$ 29.16 | 141,645 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 1,203 | D | \$ 29.2 | 140,442 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 700 | D | \$ 29.21 | 139,742 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 800 | D | \$ 29.23 | 138,942 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 1,197 | D | \$ 29.24 | 137,745 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 313 | D | \$ 29.28 | 137,432 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 1,387 | D | \$ 29.3 | 136,045 | D |
| Common Stock, par value \$0.02 per share | 01/13/2006 | <u>S⁽¹⁾</u> | 698 | D | \$ 29.31 | 135,347 | D |
| Common Stock, par value \$0.02 | 01/13/2006 | <u>S⁽¹⁾</u> | 100 | D | \$ 29.32 | 135,247 | D |

per share

Common Stock, par value \$0.02 01/13/2006 S⁽¹⁾ 800 D \$ 29.33 134,447 D

per share

Common Stock, par value \$0.02 01/13/2006 S⁽¹⁾ 2 D \$ 29.34 134,445 D

per share

Common Stock, par value \$0.02 01/13/2006 S⁽¹⁾ 600 D \$ 29.02 133,845 D

per share

Common Stock, par value \$0.02 01/13/2006 S⁽¹⁾ 500 D \$ 29.05 133,345 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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) | \$ 2.14 | 01/13/2006 | | M ⁽¹⁾ | 6,399 | 03/06/1997 10/14/2006 | Common Stock | 6,399 | |
| Employee Stock Option (right to buy) | \$ 5.85 | 01/13/2006 | | M ⁽¹⁾ | 4,601 | 04/30/2002 04/30/2011 | Common Stock | 4,601 | |

| | | | | | |
|--|--------|------------|------------|-----------------|---------|
| Employee Stock Option (right to buy) | \$ 5 | 10/14/2003 | 10/14/2012 | Common Stock | 110,000 |
| Employee Stock Option (right to buy) | \$ 5.9 | 11/22/2003 | 11/22/2012 | Common Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HENRY DANIEL R EURONET WORLDWIDE, INC. 4601 COLLEGE BOULEVARD LEAWOOD, KS 66211 | X | | Chief Operating Officer | |

Signatures

| | |
|---|------------|
| Jeffrey B. Newman, Attorney in fact | 01/26/2006 |
| <u> </u> **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 amended Form 4 is being filed to report the exercise of two employee stock options inadvertently omitted from the original Form 4. The exercise of those options increased the number of shares of common stock beneficially owned by the reporting person, and therefore increased the amount of securities beneficially owned following each reported transaction in Table I. Each of the transactions reported on this amended Form 4 were program transactions under a Rule 10b5-1 Plan.

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.