

WELLER RICK
Form 4
April 27, 2010

FORM 4

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

OMB APPROVAL

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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 *
WELLER RICK

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)
04/27/2010

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Financial Officer/ EVP

C/O EURONET
WORLDWIDE, 4601 COLLEGE
BOULEVARD

(Street)

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

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock, par value \$0.02 per share | 03/15/2007 | | A ⁽¹⁾ | 2,318 A \$ 0 | 21,389 ⁽²⁾ ⁽³⁾ | D | |
| Common Stock, par value \$0.02 per share | | | | | 1,814 ⁽³⁾ | I | By 401(k) Plan |

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

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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) | 8. Price of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Restricted Stock Units ⁽²⁾ | ⁽⁴⁾ | | | Code V (A) (D) | | ⁽⁵⁾ / ⁽⁵⁾ | Common Stock | 6,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WELLER RICK C/O EURONET WORLDWIDE 4601 COLLEGE BOULEVARD LEAWOOD, KS 66211 | | | Chief Financial Officer/ EVP | |

Signatures

Jeffrey B. Newman, Attorney in fact for Rick Weller

04/27/2010

__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).

Vesting of performance-based restricted stock unit award. The granting of the award for 30,000 RSU's on April 10, 2006 was previously reported, with the intention of subsequently reporting any forfeitures. To comply with SEC interpretations, the Reporting Person is

- (1) changing the reporting of performance-based awards to report only the vesting of the awards. Consequently, the Reporting Person is reporting the prior vesting of a portion of a performance-based award in March, 2007 and has removed the remaining 27,682 unvested RSU's from his holdings in Table I. Any future vesting of the performance-based awards will be reported in Table I.

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- Because the Issuer has determined that previously granted service-based RSU's may be settled in cash as well as stock, the previously
- (2) granted award which was reported in Table I has been moved to Table II and the number of shares owned in Table I has been reduced by 6,000 shares.
 - (3) This total includes an additional 8,643 shares acquired by the Reporting Person pursuant to the Issuer's Employee Stock Purchase Plan and 401(k) Plan.
 - (4) Each restricted stock unit represents a contingent right to receive cash or one share of the Issuer's common stock.
 - (5) These restricted stock units, awarded in December, 2006, vest over five years with the remaining 3,000 units to vest on December 11, 2010 and 3,000 units to vest on December 11, 2011.

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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