EURONET WORLDWIDE INC

Form 4/A May 16, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Romney M John		rting Person *	2. Issuer Name and Ticker or Trading Symbol EURONET WORLDWIDE INC [EEFT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 4601 COLLE BOULEVAR		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2006	Director 10% Owner X Officer (give title Other (specify below) Executive Vice President		
LEAWOOD,	(Street)		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 Ac	quired, Disposed of, or Beneficially Owned		

							Person		
(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative S	Securi	ities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed nth/Day/Year) Execution Date, if any (Month/Day/Year)		. 4. Securities Acquired Fransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
C			Code V	Amount	(D)	Price	(Instr. 3 and 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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SEC 1474

(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transacti Code (Instr. 8)	orDeriv Secur Acqui	ities ired (A) sposed of . 3, 4,	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						(3)	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)

 $\frac{(5)}{\text{Stock}}$ 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. 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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