

HENRY DANIEL R
Form 4/A
January 27, 2006

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 *
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)
01/20/2006

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)
01/23/2006

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.02 per share | 01/20/2006 | | M ⁽¹⁾ | | 11,000 | A | \$ 5 |
| Common Stock, par value \$0.02 per share | 01/20/2006 | | S ⁽¹⁾ | | 500 | D | \$ 30.26 |

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| | | | | | | | |
|--|------------|------------------------|-------|---|-------------|---------|---|
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 30.3 | 132,345 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 6,300 | D | \$ 30.37 | 126,045 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 2,125 | D | \$ 30.38 | 123,920 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 30.39 | 123,420 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 30.42 | 122,920 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 30.44 | 122,420 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 250 | D | \$ 30.46 | 122,170 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 30.47 | 121,670 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | <u>S⁽¹⁾</u> | 125 | D | \$ 30.49 | 121,545 | D |
| | 01/20/2006 | <u>S⁽¹⁾</u> | 5,000 | D | | 116,545 | D |

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| | | | | | | | | |
|--|------------|------------------|-------|---|--|-------------|---------|---|
| Common Stock, par value \$0.02 per share | | | | | | \$ 30.51 | | |
| Common Stock, par value \$0.02 per share | 01/20/2006 | S ⁽¹⁾ | 2,000 | D | | \$ 30.52 | 114,545 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | S ⁽¹⁾ | 500 | D | | \$ 30.53 | 114,045 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | S ⁽¹⁾ | 500 | D | | \$ 30.63 | 113,545 | D |
| Common Stock, par value \$0.02 per share | 01/20/2006 | S ⁽¹⁾ | 2,200 | D | | \$ 30.66 | 111,345 | 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.

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(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 Share |
| Employee Stock | \$ 5 | 01/20/2006 | | M ⁽¹⁾ | 11,000 | 10/14/2003 | 10/14/2012 | Common Stock | 11,000 |

Option
(right to
buy)

Employee
Stock

Option \$ 5.9
(right to
buy)

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

__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).

This amended Form 4 is being filed to report the exercise of an employee stock option inadvertently omitted from the original Form 4.
(1) The exercise of that option 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.