SEC Form 4

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longe | r subject to |
|----------------------------|--------------|
| Section 16. Form 4 or For | m 5 |
| obligations may continue. | See |
| Instruction 1(b). | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol EURONET WORLDWIDE INC | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|-------------------|-------|---|----------------------|--|------------------|--|--|--|--|
| WELLER RICK | | | [] | | Director | 10% Owner | | | | |
| | | | | X | Officer (give title | Other (specify | | | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | below) | | | | |
| C/O EURONET WORLDWIDE, INC. | | | 08/24/2018 | | EVP - Chief Financial Officer | | | | | |
| 3500 COLLEC | GE BOULEVA | RD | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | ng (Check Applicable | | | | | | |
| (Street) | | | | Line) | | | | | | |
| | | | | X | Form filed by One Reporting Person | | | | | |
| LEAWOOD | K3 | 00211 | | | Form filed by More the Person | an One Reporting | | | | |
| (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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Benorted | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|---|--|--|--|---|---|---|---|--|
| | | | Code V Amount (A) or (D) Price Reported Transaction(s) (Instr. 3 and 4) | | | | | | (1150.4) | |
| Common Stock, par value \$0.02 per share | 08/24/2018 | | М | | 19,007 | A | \$10.1 | 92,951 | D | |
| Common Stock, par value \$0.02 per share | 08/24/2018 | | S | | 19,007 | D | \$97.02 ⁽¹⁾ | 73,944 | D | |

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. Transa Code (8) | | of Deri Sec Acq (A) o Disp of (I | umber vative urities uired or oosed D) (Instr. and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | te of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|------------------|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (right to buy) | \$10.1 | 08/24/2018 | | М | | | 19,007 | (2) | 12/16/2018 | Common Stock | 19,007 | \$0 | 30,602 | D | |

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$97.00 to \$97.15, inclusive. The Reporting Person undertakes to provide to Euronet Worldwide, Inc., any security holder of Euronet Worldwide, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range referred herein.

2. This options vests with respect to 40% of the shares on December 16, 2010 and 20% each anniversary thereafter.

Remarks:

| <u>/s/ By Jeffrey B. Newman,</u> |
|----------------------------------|
| Attorney in Fact for Rick L. |
| <u>Weller</u> |
| |

08/28/2018

** Signature of Reporting Person Date

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

* 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).

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

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 Number.