

**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**

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

|  |   |  |
|--|---|--|
| 1. Name and Address of Reporting Person*<br><u>Brown Michael J</u><br><br>(Last) (First) (Middle)<br>C/O EURONET WORLDWIDE, INC.<br>3500 COLLEGE BOULEVARD<br><br>(Street)<br>LEAWOOD KS 66211<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>EURONET WORLDWIDE INC [ EEFTE ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>CEO and President of EWI Inc.</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>02/29/2016</u>                 |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |  |

**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) |
|--|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|  |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock, par value \$0.02 per share | 02/29/2016                           |  | A <sup>(1)</sup>               |   | 37,613  | A          | \$0   | 1,652,969   | D  |   |
| Common Stock, par value \$0.02 per share |                                      |  |                                |   |   |            |       | 5,090   | I  | By 401(k) Plan  |
| Common Stock, par value \$0.02 per share |                                      |  |                                |   |   |            |       | 206,000   | I  | See <sup>(2)</sup>                                    |
| Common Stock, par value \$0.02 per share |                                      |  |                                |   |   |            |       | 52,000  | I  | By Family Trusts <sup>(3)</sup>                       |
| Common Stock, par value \$0.02 per share |                                      |  |                                |   |   |            |       | 34,000  | I  | By spouse   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 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 |  | Date Exercisable   | Expiration Date |   |  |  |   |  |

**Explanation of Responses:**

- Vesting of shares from performance based restricted stock awards granted on December 14, 2011 (4,881 shares), December 11, 2012 (28,777 shares), December 10, 2013 (2,177 shares) and December 10, 2014 (1,778 shares).
- Shares held by Mr. Brown's spouse as custodian for his children.
- Shares held by four family trusts for the benefit of Mr. Brown's children, of which Mr. Brown's spouse is the trustee.

**Remarks:**

/s/ By Jeffrey B. Newman,  
Attorney in Fact for Michael J. 03/02/2016  
Brown

\*\* 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.

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