

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>BROWN MICHAEL J</u>  (Last) (First) (Middle) <u>C/O EURONET WORLDWIDE, INC.</u> <u>4601 COLLEGE BOULEVARD</u>  (Street) <u>LEAWOOD KS 66211</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EURONET WORLDWIDE INC [ EEFY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/16/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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 \$.02 per share								2,549,246	D	
Common Stock, par value \$.02 per share								34,000	I	By spouse
Common Stock, par value \$.02 per share								206,000	I	See <sup>(1)</sup>

**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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$10.1	12/16/2008		A		152,323		(2)	12/16/2018	Common Stock	152,323	\$0.00	152,323	D	
Stock Option (right to buy)	\$10.1	12/16/2008		A		226,308		(3)	(3)	Common Stock	226,308	\$0.00	226,308	D	

**Explanation of Responses:**

- Held by Mr. Brown's spouse as custodian for his children.
- The option vests with respect to 40% of the shares on December 16, 2010 and 20% each anniversary thereafter.
- The option vests with respect to 40% of the shares on December 16, 2010 and 20% each anniversary thereafter, provided that the Issuer's closing stock price shall have increased to a 30 calendar day average of \$16 per share within three years of grant date. The option expires December 16, 2018, provided that if the closing price of the Issuer's common stock does not reach the 30 day average of \$16 per share within three years of the date of grant, the option shall expire at the end of the three-year period.

Jeffrey B. Newman, Attorney in fact for Michael J. Brown 12/18/2008

\*\* 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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