FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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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>Caponecchi Kevin J</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol EURONET WORLDWIDE INC [ EEFT ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify					
(Last) (First) (Middle) 4601 COLLEGE BOULEVARD SUITE 300						3. Date of Earliest Transaction (Month/Day/Year) 12/16/2008								below)		belov President		респу	
(Street) LEAWOOD KS 66211  (City) (State) (Zip)				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
		Ta	ble I - Nor	n-Deri	ivativ	ve Se	curities	s Ac	auired. [	Dist	osed o	f. or Bei	neficially	Owned					
1. Title of Security (Instr. 3) 2. Transa Date					nsactio			3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		ed (A) or	5. Amour Securities Beneficia Owned Fe	s lly ollowing	Form:	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Transacti	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	. 4)
Common Stock, par value \$0.02 per share													31,	31,963		D			
			Table II -						uired, Di , options					Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date if any (Month/Day/Ye	ate,	4. Transa Code (I 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	t
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount or Number of Shares		(Instr. 4)				
Stock Option (right to buy)	\$10.1	12/16/2008			A		76,161		(1)	13	2/16/2018	Common Stock	76,161	\$00	76,16	51	D		
Stock Option (right to	\$10.1	12/16/2008			A		113,154		(2)		(2)	Common Stock	113,154	\$.00	113,15	54	D		

## **Explanation of Responses:**

- $1. \ The \ option \ vests \ with \ respect \ to \ 40\% \ of \ the \ shares \ on \ December \ 16, 2010 \ and \ 20\% \ each \ anniversary \ thereafter.$
- 2. 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.

<u>Jeffrey B. Newman, Attorney in</u> <u>Fact for Kevin Caponecchi</u> 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.

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.