

BROWN MICHAEL J  
 Form 4  
 October 15, 2012

**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 \*  
**BROWN MICHAEL J**

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)  
 10/11/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

C/O EURONET WORLDWIDE, INC., 3500 COLLEGE BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$0.02 per share | 10/11/2012                           |  | M                              | 120,000 A   | \$ 5 2,324,512 <sup>(1)</sup>   | D  |   |
| Common Stock, par value \$0.02 per share | 10/11/2012                           |  | F <sup>(2)</sup>               | 67,637 D  | \$ 19.63 2,256,875  | D  |   |

|  |         |   |                    |
|--|---------|---|--------------------|
| Common Stock, par value \$0.02 per share | 3,343   | I | By 401(k) Plan     |
| Common Stock, par value \$0.02 per share | 34,000  | I | By spouse          |
| Common Stock, par value \$0.02 per share | 206,000 | I | See <sup>(3)</sup> |
| Common Stock, par value \$0.02 per share | 104,304 | I | See <sup>(4)</sup> |

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

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SEC 1474 (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 of Number of Shares |
| Stock Option (right to buy)                | \$ 5   | 10/11/2012                           |  | M                              | 120,000   | 10/14/2003   | 10/14/2012  | Common Stock | 120,000                    |

## Reporting Owners

Reporting Owner Name / Address Relationships

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Director    10% Owner    Officer    Other

BROWN MICHAEL J  
C/O EURONET WORLDWIDE, INC.  
3500 COLLEGE BOULEVARD  
LEAWOOD, KS 66211

X

Chief Executive Officer

## Signatures

Jeffrey B. Newman, Attorney in fact for Michael J.  
Brown

10/14/2012

\_\_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).
- (1) Total holdings have been reduced by 105,264 shares to reflect 960 shares withheld to satisfy tax liability obligations on vesting of restricted stock on February 22, 2011 and 104,304 shares transferred to four family trusts on February 1, 2012.
- (2) Represents shares surrendered to Euronet Worldwide, Inc. by the Reporting Person to satisfy tax withholding obligations on exercise of stock option.
- (3) Shares held by Mr. Brown's spouse as custodian for his children.
- (4) Shares held by four family trusts for the benefit of Mr. Brown's children, of which Mr. Brown's spouse is the trustee.

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.