GLOBAL PAYMENTS INC
Form SC 13G/A
February 14, 2003

```
                           UNITED STATES
                 SECURITIES AND EXCHANGE COMMISSION

                      WASHINGTON, D.C. 20549

                          SCHEDULE 13G

            Under the Securities Exchange Act of 1934

                      (Amendment No. 1 )*

                      Global Payments Inc.
--------------------------------------------------------------------------------
                        (Name of Issuer)

                         Common Stock
--------------------------------------------------------------------------------
                   (Title of Class of Securities)


                          37940X102
            -----------------------------------------------
                        (CUSIP Number)


                       December 31, 2002
            --------------------------------------------------------------
            (Date of Event Which Requires Filing of this Statement)


      Check the appropriate box to designate the rule pursuant to which this
                     Schedule is filed:

                   [x] Rule 13d-1(b)
                   [ ] Rule 13d-1(c)
                   [ ] Rule 13d-1(d)
```

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

```
-------------------                               -----------------
CUSIP No. 37940X102              13G              Page 2 of 9 Pages
-------------------                               -----------------
```

```
--------------------------------------------------------------------------------
 1    NAME OF REPORTING PERSON
      S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

         Liberty Wanger Asset Management, L.P.  36-3820584
--------------------------------------------------------------------------------
 2    CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

         Not Applicable                                    (a)   [ ]

                                                           (b)   [ ]
--------------------------------------------------------------------------------
 3    SEC USE ONLY

--------------------------------------------------------------------------------
 4    CITIZENSHIP OR PLACE OF ORGANIZATION

         Delaware
--------------------------------------------------------------------------------
                     5    SOLE VOTING POWER
   NUMBER OF
                            None
    SHARES       ---------------------------------------------------------------
                          SHARED VOTING POWER
  BENEFICIALLY
                     6    2,002,080
   OWNED BY      ---------------------------------------------------------------
                          SOLE DISPOSITIVE POWER
    EACH
                     7    None
  REPORTING      ---------------------------------------------------------------

  PERSON WITH    8    SHARED DISPOSITIVE POWER

                          2,002,080
--------------------------------------------------------------------------------
 9    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

         2,002,080
--------------------------------------------------------------------------------
10    CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

         Not Applicable                                          [ ]
--------------------------------------------------------------------------------
11    PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

         5.4 %
--------------------------------------------------------------------------------
12    TYPE OF REPORTING PERSON*

         IA
--------------------------------------------------------------------------------


         *SEE INSTRUCTION BEFORE FILLING OUT!

------------------                               ----------------
CUSIP No. 37940X102              13G             Page 3 of 9 Pages
------------------                               ----------------


--------------------------------------------------------------------------------
 1    NAME OF REPORTING PERSON
      S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
```

```
        WAM Acquisition GP, Inc.
--------------------------------------------------------------------------------
  2    CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

           Not Applicable                                    (a)  [ ]

                                                             (b)  [ ]
--------------------------------------------------------------------------------
  3    SEC USE ONLY

--------------------------------------------------------------------------------
  4    CITIZENSHIP OR PLACE OF ORGANIZATION

           Delaware
--------------------------------------------------------------------------------
                       5    SOLE VOTING POWER
     NUMBER OF
                               None
       SHARES          --------------------------------------------------------
                            SHARED VOTING POWER
     BENEFICIALLY
                       6        2,002,080
      OWNED BY         --------------------------------------------------------
                            SOLE DISPOSITIVE POWER
        EACH
                       7        None
     REPORTING         --------------------------------------------------------

     PERSON WITH       8    SHARED DISPOSITIVE POWER

                               2,002,080
--------------------------------------------------------------------------------
  9    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

           2,002,080
--------------------------------------------------------------------------------
 10    CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

           Not Applicable                                         [ ]
--------------------------------------------------------------------------------
 11    PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

           5.4 %
--------------------------------------------------------------------------------
 12    TYPE OF REPORTING PERSON*

           CO
--------------------------------------------------------------------------------

                       *SEE INSTRUCTION BEFORE FILLING OUT!

Item 1(a)              Name of Issuer:

                          Global Payments Inc.


Item 1(b)              Address of Issuer's Principal Executive Offices:

                          Four Corporate Square
                          Atlanta, GA 30329-2009
```

Item 2(a)   Name of Person Filing:

                                   Liberty Wanger Asset Management, L.P.
                                      ("WAM")
                                   WAM Acquisition GP, Inc., the general
                                      partner of WAM ("WAM GP")

Item 2(b)   Address of Principal Business Office:

                                   WAM and WAM GP are each located at:

                                   227 West Monroe Street, Suite 3000
                                   Chicago, Illinois 60606

Item 2(c)   Citizenship:

                                   WAM is a Delaware limited partnership; WAM
                                   GP is a Delaware corporation.

Item 2(d)   Title of Class of Securities:

                                   Common Stock

Item 2(e)   CUSIP Number:

                                   37940X102

Item 3   Type of Person:

                             (e)   WAM is an Investment Adviser
                                     registered under section 203 of the
                                     Investment Advisers Act of 1940; WAM
                                     GP is the General Partner of the
                                     Investment Adviser.

                        Page 4 of 9 Pages

Item 4   Ownership (at December 31, 2002):

                             (a)   Amount owned "beneficially" within
                                     the meaning of rule 13d-3:

                                     2,002,080

                             (b)   Percent of class:

                                     5.4 % (based on 36,991,120 shares
                                     outstanding as of January 7, 2003,
                                     based on Form 10-Q filed on January
                                     13, 2003).

                             (c)   Number of shares as to which such
                                     person has:

                                     (i)   sole power to vote or
                                             to direct the vote:
                                             none

(ii)   shared power to vote or to direct the vote: 2,002,080

(iii)   sole power to dispose or to direct the disposition of: none

(iv)   shared power to dispose or to direct disposition of: 2,002,080

Item 5   Ownership of Five Percent or Less of a Class:

      Not Applicable

Item 6   Ownership of More than Five Percent on Behalf of Another Person:

      The shares reported herein have been acquired on behalf of discretionary clients of WAM. Persons other than WAM and WAM GP are entitled to receive all dividends from, and proceeds from the sale of, those shares.

Item 7   Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

      Not Applicable

Item 8   Identification and Classification of Members of the Group:

      Not Applicable

Item 9   Notice of Dissolution of Group:

      Not Applicable

Page 5 of 9 Pages

Item 10   Certification:

      By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 6 of 9 Pages

Signature

     After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

correct.

Date: February 14, 2003

The undersigned corporation, on the date above
written, agrees and consents to the joint filing on
its behalf of this Schedule 13G in connection with
its beneficial ownership of the security reported
herein.

WAM Acquisition GP, Inc.
    for itself and as general partner of
    LIBERTY WANGER ASSET MANAGEMENT, L.P.

By: /s/ Bruce H. Lauer

        Bruce H. Lauer
        Senior Vice President and Secretary

Page 7 of 9 Pages

Exhibit Index

Exhibit 1   Joint Filing Agreement dated as of February 14, 2003
                             by and among Liberty Wanger Asset Management, L.P.
                             and WAM Acquisition GP, Inc.

Page 8 of 9 Pages