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EURONET WORLDWIDE INC

Form 8-K

December 14, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 9, 2004

EURONET WORLDWIDE, INC.

(Exact name of registrant as specified in its charter)

Delaware 0-22167 74-2806888 (State or other (Commission (I.R.S. Employer jurisdiction of File Number) Identification No.) incorporation)

4601 College Boulevard
Leawood, Kansas 66211
(Address of principal executive office) (Zip Code)

(913) 327-4200 (Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- $|_|$ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- $|_|$ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- |_| Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange
 Act (17 CFR 240.14d-2(b))
- |_| Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure

On December 9, 2004, the Company issued a press release announcing

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the pricing of its offering of \$125 million aggregate principal amount of convertible senior debentures due 2024. The debentures are being sold to qualified institutional buyers pursuant to Rule 144A under the Securities Exchange Act of 1933. In addition, the Company granted the initial purchaser an option to purchase up to an additional \$15 million aggregate principal amount of the debentures. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

- (c) Exhibits.
- 99.1 Press Release, dated December 9, 2004, issued by Euronet Worldwide, Inc.

Signature(s)

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

EURONET WORLDWIDE, INC.

By: /s/ Daniel R. Henry
----Daniel R. Henry
Chief Operating Officer

Date: December 10, 2004.