

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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>CANADIAN IMPERIAL BANK OF COMMERCE /CAN/</u> (Last) (First) (Middle) COMMERCE COURT WEST 181 BAY STREET (Street) TORONTO ONTARIO A6 M5L 1A2 CANADA (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>GLOBAL PAYMENTS INC [GPN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/17/2004 | |
| | 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 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 | 02/17/2004 | | S | | 4,000 | D | \$44 | 8,632,955 | D | |
| Common Stock | 02/17/2004 | | S | | 200 | D | \$44.02 | 8,632,755 | D | |
| Common Stock | 02/17/2004 | | S | | 1,100 | D | \$44.03 | 8,631,655 | D | |
| Common Stock | 02/17/2004 | | S | | 100 | D | \$44.04 | 8,631,555 | D | |
| Common Stock | 02/17/2004 | | S | | 500 | D | \$44.06 | 8,631,055 | D | |
| Common Stock | 02/17/2004 | | S | | 100 | D | \$44.07 | 8,630,955 | D | |
| Common Stock | 02/17/2004 | | S | | 400 | D | \$44.08 | 8,630,555 | D | |
| Common Stock | 02/17/2004 | | S | | 200 | D | \$44.09 | 8,630,355 | D | |
| Common Stock | 02/17/2004 | | S | | 2,000 | D | \$44.1 | 8,628,355 | D | |
| Common Stock | 02/17/2004 | | S | | 300 | D | \$44.14 | 8,628,055 | D | |
| Common Stock | 02/17/2004 | | S | | 5,200 | D | \$44.15 | 8,622,855 | D | |
| Common Stock | 02/17/2004 | | S | | 200 | D | \$44.16 | 8,622,655 | D | |
| Common Stock | 02/17/2004 | | S | | 1,300 | D | \$44.17 | 8,621,355 | D | |
| Common Stock | 02/17/2004 | | S | | 300 | D | \$44.18 | 8,621,055 | D | |
| Common Stock | 02/17/2004 | | S | | 2,600 | D | \$44.19 | 8,618,455 | D | |
| Common Stock | 02/17/2004 | | S | | 3,100 | D | \$44.2 | 8,615,355 | D | |
| Common Stock | 02/17/2004 | | S | | 1,500 | D | \$44.21 | 8,613,855 | D | |
| Common Stock | 02/17/2004 | | S | | 3,300 | D | \$44.22 | 8,610,555 | D | |
| Common Stock | 02/17/2004 | | S | | 3,300 | D | \$44.23 | 8,607,255 | D | |
| Common Stock | 02/17/2004 | | S | | 4,800 | D | \$44.24 | 8,602,455 | D | |
| Common Stock | 02/17/2004 | | S | | 11,500 | D | \$44.25 | 8,590,955 | D | |
| Common Stock | 02/17/2004 | | S | | 800 | D | \$44.26 | 8,590,155 | D | |
| Common Stock | 02/17/2004 | | S | | 1,100 | D | \$44.27 | 8,589,055 | D | |
| Common Stock | 02/17/2004 | | S | | 400 | D | \$44.28 | 8,588,655 | D | |
| Common Stock | 02/01/2004 | | S | | 900 | D | \$44.29 | 8,587,755 | D | |
| Common Stock | 02/17/2004 | | S | | 3,700 | D | \$44.3 | 8,584,055 | D | |
| Common Stock | 02/17/2004 | | S | | 6,600 | D | \$44.31 | 8,577,455 | D | |
| Common Stock | 02/17/2004 | | S | | 1,100 | D | \$44.32 | 8,576,355 | D | |
| Common Stock | 02/17/2004 | | S | | 7,000 | D | \$44.33 | 8,569,355 | D | |

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 | 02/17/2004 | | S | | 18,900 ⁽¹⁾ | D | \$44.38 | 8,550,455 | D | |

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 | | | | | |

Explanation of Responses:

1. Includes the following sales: 2,400 shares at \$44.34; 6,300 shares at \$44.35; 400 shares at \$44.36; 2,600 shares at \$44.37; 900 shares at \$44.38; 600 shares at \$44.40; 100 shares at \$44.41; 1,000 shares at \$44.42; 1,200 shares at \$44.43; 2,100 shares at \$44.44; 1,200 shares at \$44.45 and 100 shares at \$44.49.

/s/ Antonio Molestino, Senior Vice
 President and Deputy General Counsel 02/19/2004

** 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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