SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 Addre Williams Car	ess of Reporting Perso	on*	2. Issuer Name and Ticker or Trading Symbol <u>GLOBAL PAYMENTS INC</u> [GPN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 10 GLENLAKE	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/02/2008		Director Officer (give title below) Pres. Worldwide	10% Owner Other (specify below) Pymt Process			
NORTH TOWER			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) ATLANTA	GA	30328		X	Form filed by One Rep Form filed by More that	orting Person n One Reporting Person			
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

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)	Code (Ir	Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/02/2008		M ⁽¹⁾		3,211	Α	\$23.35	27,097	D	
Common Stock	01/02/2008		S		3,211	D	\$46	23,886	D	
Common Stock	01/02/2008		М		2,489	Α	\$31.575	26,375	D	
Common Stock	01/02/2008		S ⁽¹⁾		2,489	D	\$46	23,886	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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	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	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Non-Qualified Stock Option (right to buy)	\$23.35	01/02/2008		М			3,211	(2)	06/01/2014	Common Stock	3,211	\$0	7,500	D	
Non-Qualified Stock Option (right to buy)	\$31.575	01/02/2008		М			2,489	(3)	07/19/2015	Common Stock	2,489	\$0	20,011	D	

Explanation of Responses:

1. Pursuant to 10b(5)-1 Sales Plan executed by reporting person, when he/she was not in possession of material nonpublic information.

2. This option will become exercisable in 25% increments on the first (June 1, 2005), second (June 1, 2006), third (June 1, 2007) and fourth (June 1, 2008) anniversary of the grant date.

3. Grant to reporting person of option to buy shares of stock. The option will become exercisable in 25% increments on the first (July 19, 2006), second (July 19, 2007), third (July 19, 2008) and fourth (July 19, 2009) anniversary of the grant.

Carl J. Williams	01/02/2008
** 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.

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