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	ess of Reporting Pers	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) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 07/23/2008	X     Director     10% Owner       X     Officer (give title below)     Other (specify below)					
10 GLENLAKI				President & CEO					
NORTH TOWER			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person Form filed by More than One Reporting Person					
ATLANTA	GA	30328							
(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

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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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/23/2008		<b>F</b> <sup>(1)</sup>		2,658	D	\$46.46	257,454	D	
Common Stock	07/31/2008		<b>F</b> <sup>(1)</sup>		1,157	D	\$44.29	256,297	D	
Common Stock	07/31/2008		<b>F</b> <sup>(1)</sup>		4,758	D	\$44.29	251,539	D	
Common Stock	07/31/2008		<b>A</b> <sup>(2)</sup>		14,272	Α	\$ <mark>0</mark>	265,811	D	
Common Stock	07/31/2008		A <sup>(2)</sup>		58,651	A	\$ <mark>0</mark>	324,462	D	
Common Stock								898	I	by Managed Account
Common Stock								17,021	Ι	by Trust <sup>(3)</sup>

#### 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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)				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)	\$44.29	07/31/2008		A		39,513		(4)	07/31/2018	Common Stock	39,513	\$0	39,513	D	

### Explanation of Responses:

1. Disposing shares to cover taxes on Award vesting.

2. Restricted Stock Award granted on 7/31/2008 will vest at 25% on the grant date, 25% on the first anniversary (July 31, 2009), 25% on the second anniversary (July 31, 2010), and 25% on the third anniversary (July 31, 2011). 3. These shares are held in a grantor retained annuity trust for the benefit of the reporting person's children. The reporting person's spouse is the trustee of the trust. The reporting person has the sole right to receive annunity payments

4. Grant to reporting person of option to buy shares of stock. The option will become available in 25% increments on the first (July 31, 2009), second (July 31, 2010), third (July 31, 20011) and fourth (July 31, 2012) anniversary of the grant.

Paul R. Garcia

08/18/2008

\*\* 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.

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