

GLOBAL PAYMENTS INC
Form 4
August 18, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Tornay Suellyn P

(Last) (First) (Middle)

10 GLENLAKE
PARKWAY, NORTH TOWER

(Street)

ATLANTA, GA 30328

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLOBAL PAYMENTS INC [GPN]

3. Date of Earliest Transaction
(Month/Day/Year)
05/17/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/17/2007		M	A	\$ 16.905	18,777	D
Common Stock	05/17/2007		S ⁽¹⁾	D	\$ 40	13,777	D
Common Stock	07/16/2007		M	A	\$ 18.235	19,049	D
Common Stock	07/16/2007		S ⁽¹⁾	D	\$ 40	14,049	D
Common Stock	04/15/2008		M	A	\$ 16.905	18,719	D

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Common Stock	04/15/2008	<u>S</u> ⁽¹⁾	2,202	D	\$ 40.35	16,517	D	
Common Stock	04/15/2008	M	2,798	A	\$ 22.5	19,315	D	
Common Stock	04/15/2008	<u>S</u> ⁽¹⁾	2,798	D	\$ 40.35	16,517	D	
Common Stock	07/23/2008	<u>F</u> ⁽²⁾	354	D	\$ 46.46	16,165	D	
Common Stock	07/31/2008	<u>F</u> ⁽²⁾	761	D	\$ 44.29	15,404	D	
Common Stock	07/31/2008	<u>F</u> ⁽²⁾	185	D	\$ 44.29	15,219	D	
Common Stock	07/31/2008	<u>A</u> ⁽³⁾	2,284	A	\$ 0	17,503	D	
Common Stock	07/31/2008	<u>A</u> ⁽³⁾	9,385	A	\$ 0	26,888	D	
Common Stock						1,417	I	by Managed Account

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 16.905	05/17/2007		M	3,437	<u>(4)</u>	08/07/2013	Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 16.905	04/15/2008		M	2,202	<u>(4)</u>	08/07/2013	Common Stock	2

Non-Qualified Stock Option (right to buy)	\$ 18.235	07/16/2007	M	5,000	(5)	06/03/2012	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 22.5	04/15/2008	M	2,798	(6)	06/25/2014	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 44.29	07/31/2008	A	6,492	(7)	07/31/2018	Common Stock	6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tornay Suellyn P 10 GLENLAKE PARKWAY NORTH TOWER ATLANTA, GA 30328			Executive Vice President	

Signatures

Suellyn P. 08/18/2008
Tornay

 **Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Pursuant to 10b(5)-1 Sales Plan executed by reporting person, when he/she was not in possession of material nonpublic information.
- (2) Disposing shares to cover taxes on Award vesting.
- (3) 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).
- (4) This option will become exercisable in 25% increments on the first (August 7, 2004), second (August 7, 2005), third (August 7, 2006) and fourth (August 7, 2007) anniversary of the grant date.

This option will become exercisable on the anniversary of the grant date in the following increments: 20% on the second anniversary
- (5) (June 3, 2004), 25% on the third anniversary (June 3, 2005), 25% on the fourth anniversary (June 3, 2006) and 30% on the fifth anniversary (June 3, 2007).
- (6) This option will become exercisable in 25% increments on the first (June 25, 2005), second (June 25, 2006), third (June 25, 2007) and fourth (June 25, 2008) anniversary of the grant date.
- (7) 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, 2011) and fourth (July 31, 2012) anniversary of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.