

GLOBAL PAYMENTS INC  
Form 4  
August 18, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 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  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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 <sup>(1)</sup>   | D   | \$ 40   | 13,777   | D                                 |
| Common Stock                    | 07/16/2007                           |  | M                  | A   | \$ 18.235   | 19,049   | D                                 |
| Common Stock                    | 07/16/2007                           |  | S <sup>(1)</sup>   | 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> <sup>(1)</sup> | 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> <sup>(1)</sup> | 2,798 | D | \$ 40.35 | 16,517 | D |                    |
| Common Stock | 07/23/2008 | <u>F</u> <sup>(2)</sup> | 354   | D | \$ 46.46 | 16,165 | D |                    |
| Common Stock | 07/31/2008 | <u>F</u> <sup>(2)</sup> | 761   | D | \$ 44.29 | 15,404 | D |                    |
| Common Stock | 07/31/2008 | <u>F</u> <sup>(2)</sup> | 185   | D | \$ 44.29 | 15,219 | D |                    |
| Common Stock | 07/31/2008 | <u>A</u> <sup>(3)</sup> | 2,284 | A | \$ 0     | 17,503 | D |                    |
| Common Stock | 07/31/2008 | <u>A</u> <sup>(3)</sup> | 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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SEC 1474  
(9-02)

**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   |
| Non-Qualified Stock Option (right to buy)  | \$ 16.905  | 05/17/2007                           |  | M                              | 3,437   | <u>(4)</u> 08/07/2013                                    | Common Stock  |
| Non-Qualified Stock Option (right to buy)  | \$ 16.905  | 04/15/2008                           |  | M                              | 2,202   | <u>(4)</u> 08/07/2013                                    | Common Stock  |

|   |           |            |   |       |     |            |              |   |
|---|-----------|------------|---|-------|-----|------------|--------------|---|
| 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<br>10 GLENLAKE PARKWAY<br>NORTH TOWER<br>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 (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.