

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT
 UNDER
 THE SECURITIES ACT OF 1933

EURONET SERVICES INC.
 (EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE
 (STATE OR OTHER JURISDICTION OF
 INCORPORATION OR ORGANIZATION)

74-2806888
 (I.R.S. EMPLOYER
 IDENTIFICATION NO.)

HORVAT U. 14-24
 1027 BUDAPEST
 HUNGARY
 011-361-224-1000
 (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

EURONET SERVICES INC.
 STOCK OPTION PLAN
 (FULL TITLE OF THE PLAN)

CT CORPORATION SYSTEM
 1633 BROADWAY
 NEW YORK, NEW YORK 10019
 (NAME AND ADDRESS OF AGENT FOR SERVICE)

(212) 664-7666
 (TELEPHONE NUMBER, INCLUDING AREA CODE, OF AGENT FOR SERVICE)

COPY TO:
 ARNOLD R. WESTERMAN, ESQ.
 ARENT FOX KINTNER PLOTKIN & KAHN, PLLC
 1050 CONNECTICUT AVENUE, N.W.
 WASHINGTON, DC 20036-5339

 CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED (1)	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (2)	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE (2)	AMOUNT OF REGISTRATION FEE
COMMON STOCK, \$.02 PAR VALUE	2,000,000	\$2.25	\$4,500,000	\$1,251

(1) Plus such additional number of shares as may be required pursuant to the plans in the event of a stock dividend, split-up of shares, recapitalization or other similar change in the Common Stock. This registration statement constitutes the latest registration statement of a combined prospectus pursuant to Rule 429 of the Securities Act of 1933.

(2) Estimated solely for purposes of calculating the registration fee in accordance with Rule 457(c) and (h)(1) of the Securities Act of 1933 and based on the average of the high and low prices of the Common Stock as quoted on the Nasdaq National Market on JULY 20, 1999.

PART I

INFORMATION REQUIRED IN THE SECTION 10(A) PROSPECTUS

- ITEM 1. PLAN INFORMATION*
- ITEM 2. REGISTRANT INFORMATION AND EMPLOYEE PLAN ANNUAL INFORMATION*

* Information about the registrant required by Part I to be contained in a Section 10(a) prospectus is omitted from the registration statement in accordance with Rule 428 under the Securities Act of 1933, as amended, and the Note to Part I of Form S-8.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

ITEM 3. INCORPORATION OF DOCUMENTS BY REFERENCE

The following documents previously filed by the registrant with the Securities and Exchange Commission (the "Commission") are incorporated by reference in this registration statement:

1. The registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 1998.
2. All other reports filed pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, since the end of the fiscal year ended December 31, 1998.
3. The description of the registrant's Common Stock contained in the registration statement on Form 8-A (No. 0-22167), filed on February 21, 1997 with the Commission pursuant to Section 12 of the Securities Exchange Act of 1934, including any subsequent amendment or report filed for the purpose of updating such description.

In addition, all documents subsequently filed by the registrant pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934 prior to the filing of a post-effective amendment which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference in this registration statement and to be a part hereof from the date of filing of such documents. Any statement contained in a document incorporated by reference herein shall be deemed to be modified or superseded for purposes of this registration statement to the extent that a statement herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded to constitute a part of this registration statement.

ITEM 4. DESCRIPTION OF SECURITIES.

Not Applicable.

ITEM 5. INTERESTS OF NAMED EXPERTS AND COUNSEL

Not Applicable.

ITEM 6. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 145 of the Delaware General Corporation Law, as amended, provides that a corporation shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee or agent of the corporation or is or was serving at its request in such capacity in another corporation or business association, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

Section 102(b)(7) of the Delaware General Corporation Law, as amended, permits a corporation to provide in its certificate of incorporation that a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived an improper personal benefit.

Articles EIGHTH and NINTH of the registrant's certificate of incorporation provide for the elimination of personal liability of a director for breach of fiduciary duty as permitted by Section 102(b)(7) of the Delaware General Corporation Law.

Article VII of the registrant's by-laws, as amended, provides that the registrant shall indemnify directors and officers to the fullest extent permitted by the Delaware General Corporation Law.

ITEM 7. EXEMPTION FROM REGISTRATION CLAIMED

Not applicable.

ITEM 8. EXHIBITS

See Exhibit Index on page 6.

ITEM 9. UNDERTAKINGS

(a) The registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made of the securities registered hereby, a post-effective amendment to this registration statement to include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

(2) That, for the purpose of determining any liability under the Securities Act of 1933, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial BONA FIDE offering thereof; and

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(b) The undersigned registrant hereby further undertakes that, for purposes of determining any liability under the Securities Act of 1933, each filing of the registrant's annual report pursuant to Section 13(a) or Section 15(d) of the Securities Exchange Act of 1934 (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Securities Exchange Act of 1934) that is incorporated by reference in the registration statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial BONA FIDE offering thereof.

(c) Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the registrant pursuant to the foregoing provisions, or otherwise, the registrant has been advised that in the opinion of the Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of _____, on the ___ day of June, 1999.

EURONET SERVICES INC.

By: _____
Michael J. Brown
Chief Executive Officer and President

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that each person whose signature appears below constitutes and appoints Michael J. Brown and/or Daniel R. Henry true and lawful attorney-in-fact and agent with power of substitution and resubstitution, for him, and in his name, place and stead, in any and all capacities, to sign any and all amendments (including post effective amendments) to this registration statement on Form S-8, and to file the same, with all exhibits thereto, and all documents in connection therewith, with the Commission, granting unto said attorney-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done to comply with the provisions of the Securities Act of 1933 and all requirements of the Commission, hereby ratifying and confirming all that said attorney-in-fact or any of them, or their or his or her substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the date indicated:

SIGNATURES - - - - -	TITLE -----	DATE -----
- - - - - Michael J. Brown	Chairman of the Board of Directors, Chief Executive Officer and President	June __, 1999
- - - - - Daniel R. Henry	Director and Chief Operating Officer	June __, 1999
- - - - - Steven J. Buckley	Director	June __, 1999
- - - - - Eriberto R. Socimara	Director	June __, 1999
- - - - - Andizej Oledowski	Director	June __, 1999
- - - - - Thomas A. McDonnell	Director	June __, 1999

Nicholas B. Callinan

Director

June __, 1999

Dan Stevens

Chief Financial Officer and
Chief Accounting Officer

June __, 1999

EXHIBIT INDEX

Exhibit

4. Instruments defining the rights of security holders:
 - (a) Euronet Services Inc. Stock Option Plan (incorporated by reference to Appendix A to the registrant's definitive proxy statement filed with the Commission on June 26, 1998 (file no. 000-22167)).
5. Opinion of Arent Fox Kintner Plotkin & Kahn re: validity of securities registered.
23. Consents of experts and counsel:
 - (a) Consent of KPMG Polska Sp. z o.o. (certified public accountants)
 - (b) Consent of Arent Fox Kintner Plotkin & Kahn (counsel): included in exhibit 5
24. Power of Attorney: included on signature page.

[ARENT FOX ATTORNEY AT LAW LOGO AND LETTERHEAD APPEARS HERE]

ARNOLD R. WESTERMAN

Arent Fox Kintner Plotkin & Kahn, PLLC
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Washington, DC 20036-5339
Phone 202/857-6000 Fax 202/857-6395
www.arentfox.com

Direct 202/857-6243
westerma@arentfox.com

June 24, 1999

The Board of Directors EURONET SERVICES INC.
Horvat U. 14-24
1027 Budapest
Hungary
011-361-224-1000

Gentlemen:

We have acted as counsel to Euronet Services Inc., (the "Company"), with respect to the Company's Registration Statement on Form S-8, filed by the Company with the Securities and Exchange Commission (the "Commission") in connection with the registration under the Securities Act of 1933, as amended, of 2,000,000 shares of Common Stock, \$.02 par value (the "Shares"), subject to the Euronet Services Inc. Stock Option Plan (the "Stock Option Plan").

As counsel to the Company, we have examined the Company's Certificate of Incorporation and such records, certificates and other documents of the Company, as well as relevant statutes, regulations, published rulings and such questions of law, as we considered necessary or appropriate for the purpose of this opinion.

Based on the foregoing, we are of the opinion that the 2,000,000 Shares subject to the Stock Option Plan, when issued and paid for in accordance with the terms of the Stock Option Plan will be validly issued, fully paid and nonassessable.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to all references to our firm in the Registration Statement. In giving this consent, we do not hereby admit that we come within the category of persons whose consent is required under Section 7 of the Securities Act of 1933, as amended, or the General Rules and Regulations thereunder.

Very truly yours,

ARENT FOX KINTNER PLOTKIN & KAHN

By: /s/ Arnold R. Westerman
Arnold R. Westerman

[KPMG LETTERHEAD APPEARS HERE]

EXHIBIT 23(A) KPMG POLSKA SP. Z O.O.

(CERTIFIED PUBLIC ACCOUNTANTS)

The Board of Directors
Euronet Services Inc. and subsidiaries:

We consent to the incorporation by reference in the registration statement (No-33-XXXX) on Form S-8 of Euronet Services Inc. of our report dated March 17, 1998, with respect to the consolidated balance sheets of Euronet Services Inc. and subsidiaries as of December 31, 1997 and 1996, and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for each of the years in the three-year period ended December 31, 1997, which report appears in the Form 10-K of Euronet Services Inc. dated March 31, 1998.

KPMG Polska Sp. z o.o.

/s/ KPMG

Warsaw, Poland
17 May 1999