NET 1 UEPS TECHNOLOGIES INC

Form 4 May 29, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

(Last)

Security

(Instr. 3)

1. Name and Address of Reporting Person * Stewart Brenda

2. Issuer Name and Ticker or Trading Symbol

NET 1 UEPS TECHNOLOGIES

INC [UEPS]

(Middle)

PRESIDENT PLACE, 4TH FLOOR,, CNR. JAN SMUTS AVENUE AND BOLTON ROAD

(First)

(Street)

4. If Amendment, Date Original

3. Date of Earliest Transaction

(Month/Day/Year)

12/01/2006

Filed(Month/Day/Year)

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

Director

X_ Officer (give title

Issuer

below)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

5. Relationship of Reporting Person(s) to

(Check all applicable)

Sen. VP Sales and MKG

10% Owner Other (specify

ROSEBANK JOHANNESBURG, T3

(City) (State) (Zip) 1.Title of

(Month/Day/Year)

2. Transaction Date 2A. Deemed

4. Securities

TransactionAcquired (A) or Execution Date, if Code Disposed of (D) (Month/Day/Year) (Instr. 8)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

OMB APPROVAL

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January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(9-02)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 22.51	12/01/2006(1)		A	25,000	(2)	08/24/2016	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
coporting of more runner, requires	Director	10% Owner	Officer	Other		
Stewart Brenda PRESIDENT PLACE, 4TH FLOOR, CNR. JAN SMUTS AVENUE AND BOLTON ROAD ROSEBANK JOHANNESBURG, T3			Sen. VP Sales and MKG			

Signatures

/s/ Brenda
Stewart

**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).
 - The option grant was approved by the remuneration committee of Net 1 UEPS Technologies, Inc.'s board of directors on August 24,
- (1) 2006, subject to shareholder approval of the amendment and restatement of the 2004 stock incentive plan under which the option was granted. Net 1's shareholders approved the plan on December 1, 2006.
- (2) The options are exercisable in five equal installments commencing on May 8, 2007.

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.

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