

NET 1 UEPS TECHNOLOGIES INC

Form 3

June 29, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *Â GAP COINVESTMENTS IV
LLC

(Last) (First) (Middle)

GENERAL ATLANTIC
SERVICE COMPANY, LLC, Â 3
PICKWICK PLAZA

(Street)

GREENWICH, Â CT Â 06830

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
06/22/20063. Issuer Name **and** Ticker or Trading Symbol

NET 1 UEPS TECHNOLOGIES INC [UEPS]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

90,185 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10%
Owner Officer Other

GAP COINVESTMENTS IV LLC
GENERAL ATLANTIC SERVICE COMPANY, LLC
3 PICKWICK PLAZA
GREENWICH, CT 06830

Â Â X Â Â

Signatures

/s/ Matthew Nimetz, A Managing
Member

06/29/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Pursuant to the Stock Purchase Agreement, dated as of June 22, 2006, among General Atlantic Partners 82, L.P., GapStar, LLC, GAP Coinvestments III, LLC, the reporting person, GAP Coinvestments CDA, L.P. and GAPCO GmbH & Co. KG (collectively, the "2006 GA Purchasers"), the 2006 GA Purchasers agreed to purchase an aggregate of 3,000,000 shares of common stock of the issuer from
- (1) selling stockholders. Such purchase is expected to be consummated on June 30, 2006, subject to the condition that the representations and warranties of the selling stockholders are true and correct on such date. If such purchase is consummated, General Atlantic Partners 82, L.P., General Atlantic Partners 80, L.P., GapStar, LLC, GAP Coinvestments III, LLC, the reporting person, GAP Coinvestments CDA, L.P. and GAPCO GmbH & Co. KG will own in excess of 10% of the outstanding shares of common stock of the issuer.

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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