Edgar Filing: VERINT SYSTEMS INC - Form 4

VERINT SY	STEMS INC										
Form 4											
February 19,	2008										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
CUNIVI 4 UNITED STATES SECURITIES AND EXCHANGE CON Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287		
Check thi if no long	rer.								Expires:	January 31, 2005	
subject to		MENT O	F CHAN			CIA	LOW	NERSHIP OF	Estimated average		
Section 1		S							burden hours per		
Form 4 or Form 5					a				response	0.5	
obligation	no -						-	e Act of 1934,			
may cont				•	•	- ·		1935 or Section	1		
See Instru	iction	50(II)	of the In	vestment	Company	y Ac	t 01 194	0			
1(b).											
(Print or Type F	Responses)										
	•										
1. Name and Address of Reporting Person * 2. Issuer MYERS LARRY F Symbol VERINT				r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
				T CVCTE	MS INC	IVD	NTI				
						[V K		(Check all applicable)			
				f Earliest Transaction							
(Month/D				-				X_Director10% Owner Officer (give titleOther (specify			
507 BEAUREGARD DRIVE02/16/2			02/16/20	008				below)	below)		
			endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
LEESBURG	G, VA 20175							Person	ore than One Ke	porting	
(City)	(State)	(Zip)	Tahl	o I Non D	anivativa 6	20000	itian A an	wined Disposed of	on Donoficial	ly Owned	
		-					-	uired, Disposed of		-	
1.Title of	2. Transaction Da (Month/Day/Year	1					5. Amount of Securities	6. Ownership Form: Direct			
Security (Instr. 3)	(Monul/Day/Teal	any	n Date, if Transaction(A) or Disposed Code (Instr. 3, 4 and 5				Beneficially	(D) or	Beneficial		
· · · ·		•	Day/Year)	(Instr. 8)			,	•	· /	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or	D.	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price ¢				
Stock	02/16/2008			D	500 <u>(1)</u>	D	\$ 17.69	6,500	D		
Stock							17.07				

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. 6. Date Exerci orNumber Expiration Da of (Month/Day/Y Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	Derivative D Security S (Instr. 5) B C F R R T	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr	
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships								
1	Director	10% Owner	Officer	Other					
MYERS LARRY F 507 BEAUREGARD DRIVE LEESBURG, VA 20175	Х								
Signatures									
/s/ Peter D. Fante as Attorney i Myers	Larry	()2/19/2008						
**Signature of Reporting		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 Company repurchased these shares to enable the reporting person to make required tax payments resulting from the vesting of 1,250 shares of restricted stock previously granted under the Company's Stock Incentive Compensation Plan. Until such time as the Company becomes compliant with its reporting obligations under the Securities Exchange Act of 1934, as amended, on the applicable vesting date

(1) becomes compliant with its reporting obligations under the securities Exchange Act of 1954, as amended, on the appreciate vesting date of awards granted to the reporting person on July 2, 2007, the Company will automatically repurchase 40% of the shares vesting at the market price of the shares on such date (or the most recent trading date) pursuant to a repurchase program established by the Company's Board of Directors, in order to provide the reporting person with cash to make required tax payments arising from such vesting.

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.