VERINT SYSTEMS INC

Form 4 March 31, 2015

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287 January 31,

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
Estimated average burden hours per

Form 4 or 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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and A	Address of Repor	ting Person *	2. Issuer Name Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	VERINT SYS 3. Date of Earlies	STEMS INC [VRNT]	(Check all applicable)			
` '	REGARD DR	, ,	(Month/Day/Yea 03/30/2015			itle 10% Owner Other (specify below)		
	(Street)		4. If Amendment	, Date Original	6. Individual or Joi	int/Group Filing(Check		
			Filed(Month/Day/	Year)	Applicable Line) _X_ Form filed by O	1 0		
LEESBURG	G, VA 20175				Person	ore than One Reporting		
(City)	(State)	(Zip)	Table I - No	on-Derivative Securities Acq	quired, Disposed of,	or Beneficially Owned		
1 Title of	2. Transaction	Date 2A Dee	emed 3	4 Securities Acquired	5 Amount of	6 Ownership 7 Nature o		

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/30/2015		M	6,000	A	\$ 37.99	12,675	D	
Common Stock	03/30/2015		S	6,000	D	\$ 62.61 (1) (2)	6,675	D	

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

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SEC 1474

(9-02)

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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. Transactic 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 37.99	03/30/2015		M	6,000	<u>(3)</u>	09/22/2015	Common	6,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MYERS LARRY F 507 BEAUREGARD DRIVE X LEESBURG, VA 20175

Signatures

/s/ Peter D. Fante as Attorney in Fact for Larry
Myers

03/31/2015

**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) Represents the weighted average price for sales of the shares. The shares were sold at prices ranging from \$62.60 per share to \$62.63 per share
- (2) The reporting person will provide to the Securities and Exchange Commission staff, the issuer, or any security holder of the issuer, upon request, full information regarding the number of shares purchased or sold at each separate price.
- (3) The grant of which these options are a part fully vested on August 2, 2006.

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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