Edgar Filing: VERINT SYSTEMS INC - Form 4

VERINT SYS	STEMS INC											
Form 4												
July 05, 2007												
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL				
	UNITED			ND EXC D.C. 205		NGE (COMMISSION	OMB Number:	3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5	er STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSE SECURITIES								January 31, 2005 average irs per 0.5		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 Section 17(a) of the Public Utility Holding Company Act of 1935 or S 30(h) of the Investment Company Act of 1940								f 1935 or Sectio	n			
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <u>*</u> PARCELL DAVID			Symbol		Ticker or	·	-	5. Relationship of Reporting Person(s) to Issuer				
	VERINI	I SYSTE	MS INC	[VRI	NTJ	(Check all applicable)						
(Last) 241 BROOK	3. Date of (Month/Da 07/02/20	•	ansaction			Director 10% Owner Officer (give title Other (specify below) Managing Director, EMEA						
				ndment, Da th/Day/Year	te Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
WEYBRIDO XO, X0 KT1	E, SURREY 3 ORH								More than One Re			
(City)	(State)	(Zip)	Table	e I - Non-D	Derivative S	Securit	ties Aco	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, i any (Month/Day/Year)			4. Securi onAcquirec Disposec (Instr. 3,	I (A) o I of (D 4 and (A) or) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock (1)	07/02/2007			Code V A	Amount 8,500	(D) A	Price \$ 0	16,500	D			

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

А

Common

Stock (2)

07/02/2007

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D

8,000 A \$0 24,500

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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. 3. Transaction Date 3A. Deeme Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year)		Date, if	Date, if TransactionNumb Code of		ative ities ired sed) . 3,	(Month/Day/Year) ive ies ed ed			le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr	
					Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Reporting Owners													
I	Reporting Owner Name / Address			Relationships Director 10% Owner Officer							Other		
241 BRO	LL DAVID OKLANDS ROAD IDGE, SURREY XO, X0 KT13 ORH				Managing Director, EMEA								
Signa	tures												
/s/ Peter D. Fante as Attorney in Fact for David Parcell				07/	05/20	07							
	<u>**</u> Signatur	e of Reporting Person				Date							
Evolo	nation	of Doopo	n0001										

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).

Each represents a contingent right to receive one share of Verint common stock. 33% of the award vests on the later to occur of (1) March 15, 2008 and (2)(a) Verint becoming compliant with its reporting obligations under the Securities Exchange Act of 1934, as amended,

- (1) (the "Exchange Act") and (b) shares of Verint's common stock being listed on one or more established stock exchanges or national market systems, including without limitation The Nasdaq Global Market (the events in clauses (a) and (b) collectively referred to as the "Compliance Event"); 33% on the later of (1) March 15, 2009 and (2) the Compliance Event; and 34% on the later of (1) July 2, 2010 and (2) the Compliance Event.
- (2) Each represents a contingent right to receive one share of Verint common stock. The award vests (1) 50% on the later to occur of March 15, 2008 and the Compliance Event and (2) 50% on the later to occur of July 2, 2010 and the Compliance Event.

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.