#### **VERINT SYSTEMS INC**

Form 4

October 06, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

January 31, Expires:

**OMB APPROVAL** 

2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** 

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).

Common

Common

Stock

Stock

10/04/2005

10/04/2005

(Print or Type Responses)

1. Name and Address of Reporting Person * BODNER DAN			Symbol	Name and			C	5. Relationship of Reporting Person(s) to Issuer			
<i>a</i>	VERINT SYSTEMS INC [VRNT]					(Check all applicable)					
(Last)	(Last) (First) (Middle) 3. Date of				ansaction			X Director	1007	Owner	
330 SOUTI	(Month/Day/Year) 10/04/2005					X Director 10% Owner X Officer (give title Other (specify below) below)  Pres. & CEO, Verint Systems					
	4. If Ame	ndment, Da	te Origina	ıl		6. Individual or Joint/Group Filing(Check					
MELVILLE	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	10/04/2005			S	3,500	D	\$ 40.24	101,716 <u>(1)</u>	D		
Common Stock	10/04/2005			S	2,500	D	\$ 40	99,216 (1)	D		

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

S

S

4,000

2,500

95,216 (1)

92,716 (1)

D

D

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Under Securi	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

**Relationships** Reporting Owner Name / Address

> Director 10% Owner Officer Other

**BODNER DAN** 

330 SOUTH SERVICE ROAD X Pres. & CEO, Verint Systems

MELVILLE, NY 11747

# **Signatures**

/s/ Peter D. Fante, Attorney-in-fact for Dan Bodner

10/05/2005

\*\*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).
- 55,900 of these shares are restricted shares that vest 50% on 12/12/05, 25% on 12/12/06 and 25% on 12/12/07. 35,000 of these shares are restricted shares that vest 50% on 12/9/06, 25% on 12/9/07 and 25% on 12/9/08.

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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