

VERINT SYSTEMS INC  
Form 3  
June 01, 2015

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

OMB APPROVAL

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**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                     |  |
| Â GINO HANAN                              |         | (Month/Day/Year)                     | VERINT SYSTEMS INC [VRNT]  |  |
| (Last)                                    | (First) | (Middle)                             | 05/29/2015   |  |
| 33 MASKIT                                 |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| HERZILYA,Â L3Â 46733                      |         |                                      | <input type="checkbox"/> Director                                      | <input type="checkbox"/> 10% Owner                   |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer                            | <input type="checkbox"/> Other                       |
|   |         |                                      | (give title below)   | (specify below)                                      |
|   |         |                                      | President, CIS   |  |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> 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                    | 1,334 <sup>(1)</sup>                                  | D  | Â   |
| Common Stock                    | 6,000 <sup>(2)</sup>                                  | D  | Â   |
| Common Stock                    | 12,000 <sup>(3)</sup>                                 | D  | Â   |
| Common Stock                    | 10,000 <sup>(4)</sup>                                 | D  | Â   |
| Common Stock                    | 1,325 <sup>(5)</sup>                                  | 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)**

## Edgar Filing: VERINT SYSTEMS INC - Form 3

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br><small>(Month/Day/Year)</small> | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|---|
|   | Date<br>Exercisable   | Expiration<br>Date   |  |  |   |
|   |   |  | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address                | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| GINO HANAN<br>33 MASKIT<br>HERZILYA, L3 46733 | Â             | Â         | Â President, CIS | Â     |

## Signatures

/s/ Peter D. Fante as Attorney in Fact for Hanan Gino 06/01/2015

\_\_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).
- (1) Remaining 1/3 of a grant of 4,000 restricted stock units made on April 19, 2013. The final 1/3 vests on April 4, 2016.
- (2) Remaining 2/3 of a grant of 9,000 restricted stock units made on April 19, 2013. The second 1/3 vests on June 27, 2015 and the final 1/3 vests on June 27, 2016.
- (3) Grant of restricted stock units made on April 17, 2014 that vest 1/3 on June 12, 2015, 1/3 on June 12, 2016, and 1/3 on June 12, 2017.
- (4) Grant of restricted stock units made on April 21, 2015 that vest 1/3 on June 15, 2016, 1/3 on June 15, 2017, and 1/3 on June 15, 2018.
- (5) Grant of immediately vested bonus shares effective upon the later of June 10, 2015 and the release of the Company's quarterly blackout period for the quarter ended April 30, 2015.

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.