Edgar Filing: Yanay Eliezer - Form 4

Yanay Elieze	er									
Form 4										
January 05, 2	_								APPROVAL	
FORM	I 4 UNITED	STATES	SECU	RITIES A	ND EX	CHANGE	COMMISSIO			
Washington, D.C. 20549								Number:	3235-0287	
Check this box if no longer							Expires:	January 31, 2005		
subject to STATEMENT OF CHANGES IN E				CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Estimated burden ho	average urs per	
				ding Con	npany Act	of 1935 or Secti		0.5		
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> Yanay Eliezer			2. Issuer Name and Ticker or Trading Symbol			-	5. Relationship of Reporting Person(s) to Issuer			
			VeriFone Holdings, Inc. [PAY]				(Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction				Director	10		
	ONE HOLDING GATEWAY PLA		(Month/I 01/04/2	Day/Year) 2010			Director X Officer (gi below) Presid		% Owner her (specify srael	
(Street)			4. If Amendment, Date Original			1	6. Individual or	Joint/Group Fili	ing(Check	
SAN JOSE,	CA 95100			nth/Day/Year	-		Applicable Line) _X_ Form filed by		Person	
(City)	(State)	(Zip)	Tah	le I - Non-I)erivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned	
	2. Transaction Date (Month/Day/Year)	Execution any	ed Date, if	3. Transaction Code (Instr. 8)	4. Securit: nAcquired Disposed	(A) or of (D) and 5) (A) or	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	
				Code V	Amount	(D) Price	(
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities benef	•	-	-			
					inforn requir	nation cont ed to respo ys a currer	pond to the colle ained in this form and unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	
	Tab					posed of, or convertible s	Beneficially Owner securities)	d		
1. Title of	2. 3. Tra	insaction Da	ate 3A. D	eemed	4.	5. Numb	er of 6. Date Exer	rcisable and 7	. Title and Amount of 8.	

Conversion (Month/Day/Year) Execution Date, if TransactionDerivative

Derivative

1

De

Underlying Securities

Expiration Date

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	(A) ed of		(Instr. 3 and 4)		Sec (In
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	01/04/2010		A	52,857	<u>(1)</u>	(1)	Common Stock, par value \$0.01 per share	52,857	
Restricted Stock Units	\$ 0	01/04/2010		A	52,857	(2)	(2)	Common Stock, par value \$0.01 per share	52,857	

Reporting Owners

Reporting Owner Name / Address			Relationships	ationships		
	Director	10% Owner	Officer	Other		
Yanay Eliezer C/O VERIFONE HOLDINGS, INC. 2099 GATEWAY PLACE, SUITE 600 SAN JOSE, CA 95100			President, VeriFone Israel			
Signatures						
Carolyn Belamide for Eliezer Yanay	01/05/20	10				
<u>**</u> 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).
- 100% of these restricted stock units will vest on January 4, 2011 if the Company achieves its fiscal 2010 non-GAAP earnings per share (1) target as set by the Company's Board of Directors.
- 25% of these restricted stock units vest on January 4, 2011. An additional 6.25% of these restricted stock units vest at the end of each (2) subsequent three month period such that these restricted stock units are fully vested on January 4, 2014.

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.