SAFIR HOWARD Form 4 May 17, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

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

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SAFIR HOWARD Issuer Symbol VERINT SYSTEMS INC [VRNT] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner _ Other (specify Officer (give title 131 CHARLES STREET 05/16/2010 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting ANNAPOLIS, MD 21401 Person

(City)	(State)	Zip) Table	I - Non-D	erivative Secu	ırities Aco	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio	4. Securities Acquired on(A) or Disposed of (D)		5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or		7. Nature of Indirect Beneficial
(mst. 3)		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 ar		Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
			Code V	ο Amount (Γ	r	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/16/2010		F	2,000 D	\$ 26.5	17,000	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Da	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Expiration	Title Amount		
					()	Exercisable	Date	or		
						2	2	Number		
								of		
								Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting owner reduces	Director	10% Owner	Officer	Other		
SAFIR HOWARD 131 CHARLES STREET ANNAPOLIS, MD 21401	X					

Signatures

/s/ Peter D. Fante as Attorney in Fact for Howard Safir 05/17/2010 **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).

The Company repurchased these shares to enable the reporting person to make required tax payments resulting from the vesting of 5,000 shares of restricted stock previously granted under the Company's Stock Incentive Compensation Plan. Until such time as the Company becomes compliant with its reporting obligations under the Securities Exchange Act of 1934, as amended, on the vesting date, the

Company will automatically repurchase 40% of the shares vesting at the market price of the shares on such date pursuant to a repurchase program established by the Company's Board of Directors in order to provide the reporting person with cash to make required tax payments resulting from such vesting.

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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