SEC 1473 **POTENTIAL** PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO (09-02) RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER. - ------- UNITED **STATES** SECURITIES AND **EXCHANGE** COMMISSION -------------- FORM 3 WASHINGTON, D.C. 20549 OMB APPROVAL - ----------------- INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES OMB Number: 3235-0104 Expires: January 31, 2005 FILED PURSUANT TO SECTION 16(a) OF THE **SECURITIES** EXCHANGE ACT OF 1934, Estimated average burden SECTION 17(a) OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935 OR hours per response 0.5 (Print or Type Responses) SECTION 30(h) OF THE INVESTMENT COMPANY ACT OF 1940 ----------

______ ---- 1. Name and Address of Reporting Person* 2. Date of Event Re- 4. Issuer Name AND Ticker or Trading Symbol quiring Statement Roden Alan (Month/Day/Year) Verint Systems Inc. (Nasdaq: VRNT) - ---------------(Last) (First) (Middle) November 25, 2002 5. Relationship of Reporting Person(s) 6. If Amendment, Date ---------- to Issuer (Check all applicable) of Original 3. I.R.S. Identifi-Director 10% 0wner (Month/Day/Year) cation Number of ----185 East 85th Street, Apt. 6F Reporting Person, Officer (give Other (specify ----------______ ----- if an entity x title below) below) 7. Individual or (Street) (voluntary) ---Joint/Group Filing VP, Investor Relations and (Check Applicable Business Development Line) -------- Form filed by One x Reporting Person --- Form filed by More than One Reporting

Person New York New York 10028				
(City)				
(State) (Zip) TABLE I NON-				
DERIVATIVE				
SECURITIES				
BENEFICIALLY				
OWNED				
1. Title				
of Security 2.				
Amount of Securities 3.				
Ownership 4.				
Nature of				
Indirect				
Beneficial				
(Instr. 4) Beneficially				
Owned Form:				
Direct				
Ownership				
(Instr. 5) (Instr. 4) (D)				
(Instr. 4) (D)				
or Indirect (I)				
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BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)
Date Exer- 3. Title and Amount of Security 2. Conver- 5. Owner- 6. Nature of Indirect (Instr. 4) cisable and Underlying Derivative Security sion or ship Beneficial Expiration (Instr. 4) Exercise Form of Ownership Date Price of Deriv- (Instr. 5) (Month/Day/ Deri- ative Year) vative Security:
Security Direct Amount (D) or Date Expir- or Indirect Exer- ation Title Number (I) cisable Date of Shares (Instr. 5)
Reminder: Report on a
separate line for each class of securities beneficially owned directly or indirectly. Explanation of Responses: (1) The option grant is scheduled to vest in equal portions on 10/7/03, 10/7/04, 10/7/05 /s/ Alan Roden 11/25/02
**Signature of Reporting Person Date *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). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, SEE Instruction 6 for procedure. http://www.sec.gov/divisions/corpfin/forms/forms.html

FORM 3 (CONTINUED) TABLE II - DERIVATIVE SECURITIES