

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>BODNER DAN</u> (Last) (First) (Middle) <u>225 BROADHOLLOW ROAD</u> (Street) <u>MELVILLE NY 11747</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VERINT SYSTEMS INC [VRNT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman & CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/25/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/12/2025		M		11,557	A	\$0 ⁽¹⁾	481,408 ⁽²⁾	D	
Common Stock	04/12/2025		M		21,425	A	\$0 ⁽³⁾	502,833 ⁽²⁾	D	
Common Stock	04/12/2025		F		5,900	D	\$15.88 ⁽¹⁾⁽⁴⁾	496,933 ⁽²⁾	D	
Common Stock	04/12/2025		F		10,938	D	\$15.88 ⁽³⁾⁽⁴⁾	485,995 ⁽²⁾	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	04/25/2022		A		11,557 ⁽¹⁾		(1)	(1)	Common Stock	11,557	(1)	11,557 ⁽⁵⁾	D	
Restricted Stock Units	(6)	04/20/2023		A		40,605 ⁽⁶⁾		(6)	(6)	Common Stock	40,605	(6)	52,162 ⁽⁷⁾	D	
Restricted Stock Units	(3)	04/22/2024		A		107,128 ⁽³⁾		(3)	(3)	Common Stock	107,128	(3)	159,290 ⁽⁸⁾	D	
Restricted Stock Units	(1)	04/12/2025		M			11,557 ⁽¹⁾	(1)	(1)	Common Stock	11,557	(1)	147,733	D	
Restricted Stock Units	(3)	04/12/2025		M			21,425 ⁽³⁾	(3)	(3)	Common Stock	21,425	(3)	126,308	D	

Explanation of Responses:

- On April 25, 2022, the reporting person was granted 11,557 restricted stock units ("RSUs") subject to time vesting. Each RSU represents a right to receive one share of the common stock of the issuer and/or cash upon vesting. All 11,557 RSUs vested on April 12, 2025.
- The reporting person's number of shares of common stock owned was previously overstated by 159,290 shares due to a number of RSUs that should have been reported in Table II instead of Table I on the reporting person's Forms 4 filed on April 27, 2022, April 24, 2023, and April 23, 2024.
- On April 22, 2024, the reporting person was granted 107,128 RSUs subject to time vesting. Such RSUs vest in five equal installments on April 12, 2025, September 12, 2025, April 12, 2026, September 12, 2026, and April 12, 2027. Each RSU represents a right to receive one share of the common stock of the issuer and/or cash upon vesting. 21,425 of these RSUs vested on April 12, 2025.
- Shares withheld to satisfy tax withholding obligation arising upon vesting of RSUs.
- These RSUs were incorrectly disclosed in Table I on the reporting person's Form 4 filed on April 27, 2022.
- On April 20, 2023, the reporting person was granted 40,605 RSUs subject to time vesting. Such RSUs vest in three equal installments on June 15, 2025, December 15, 2025, and June 15, 2026. Each RSU represents a right to receive one share of the common stock of the issuer and/or cash upon vesting.
- These RSUs were incorrectly disclosed in Table I on the reporting person's Form 4 filed on April 24, 2023.
- These RSUs were incorrectly disclosed in Table I on the reporting person's Form 4 filed on April 23, 2024.

Remarks:

/s/ Peter D. Fante, as Attorney-in-Fact for Dan Bodner 04/15/2025

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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