FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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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(h) |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|--------------------------|------------|--|--|--|--|--|--|--|--|
| OMB Number | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours per resp | oonse: 0.5 | | | | | | | | |

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

| 1. Name and Address of Reporting Person* SPERLING MEIR | | | | | | 2. Issuer Name and Ticker or Trading Symbol VERINT SYSTEMS INC [VRNT] | | | | | | | | | tionship of Reportino all applicable) Director Officer (give title | | 10% (| Owner (specify | |
|--|----------------|--------|---------|--------------------------------|--------------------------------------|--|-------------|---|--------|-------|----------|--|---------|------------------------|---|---|---|--|--|
| (Last) 33 MASI | (Fii | est) (| Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 09/14/2010 | | | | | | | | | belov | , | below ent, ACS |) | |
| (Street) HERZLI PETUAC | CH L3 | | 16733 | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indiv Line) X | · ' | | | | |
| (City) | (St | | Zip) | | | 0 | | - • | | 1 D: | | | | | | 1 | | | |
| 1 Title of C | `aguritu (Ingt | | e i - N | 2. Transac | | | Deemed | | quirec | J, DI | sposed o | | | iany | | ount of | 6. Ownership | 7. Nature | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/ | | | | | | Execution /Year) if any | | ution Date, | | | | of (D) (Instr. 3, 4 a | | nd 5) Secui Bene | | ities icially d Following | Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | (A) o (D) | r Price | | Trans | action(s) 3 and 4) | | (o , | |
| Common Stock 09/14/20 | | | | | 2010 | .010 | | | S | | 17,123 | D | \$24. | 4(1)(2) | 7 | 76,635 | D | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | |
| Derivative Conversion Date Execu Security or Exercise (Month/Day/Year) if any | | | if any | emed on Date, (Day/Year) | 4. Transaction Code (Instr. 8) | | of Deriv | vative urities uired or osed o) r. 3, 4 | | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) Amoun or Number of Title Shares | | | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Explanation of Responses:

- 1. Represents the weighted average price for sales of the shares. The shares were sold at prices ranging from \$24.25 per share to \$24.50 per share.
- 2. The reporting person will provide to the Securities and Exchange Commission staff, the issuer, or any security holder of the issuer, upon request, full information regarding the number of shares purchased or sold at each separate price.

/s/ Peter D. Fante as Attorney in Fact for Meir Sperling

09/16/2010

** 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.

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 Number.