SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
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(Last)       (First)       (Middle)         175 BROADHOLLOW ROAD       3. Date of Earliest Transaction (Month/Day/Year)       A below)       President, CES         (Street)       MELVILLE       NY       11747       6. Individual or Joint/Group Filing (Check Applicable Line)         X       Form filed by One Reporting Person       Form filed by More than One Reporting Person	1. Name and Addres <u>MORIAH EI</u>	ss of Reporting Perso . <u>AN</u>	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>VERINT SYSTEMS INC</u> [ VRNT ]		tionship of Reporting Pe all applicable) Director	10% Owner
(Street) <u>MELVILLE NY 11747</u> <u>Experimentation of the second sec</u>					X	,	,
	MELVILLE NY 11747		11747 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	Form filed by One Rep Form filed by More that	porting Person

## 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)	Code (	Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.				Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	04/12/2017		A		3,125 <sup>(1)</sup>	A	\$0	82,011	D	
Common Stock	04/13/2017		S		2,738 <sup>(2)</sup>	D	\$39.19(3)(4)	79,273	D	

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transa Code (		of		Expiration Date rivative (Month/Day/Year)			and nt of ties	8. Price of Derivative Security	derivative Securities	10. Ownership Form:	11. Nature of Indirect Beneficial
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	8)		Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Underlying Derivative Security (Instr. 3 and 4)		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents the earned portion of the award, for which the performance conditions for vesting were satisfied on April 12, 2017 based on the Company's level of achievement of specified performance goals for the period from February 1, 2015 through January 31, 2017 and the filing of the Company's Annual Report on Form 10-K for such period.

2. Amount sold to satisfy applicable tax withholding resulting from the vesting of restricted stock units on April 12, 2017, including those reported on row 1 of Table 1 of this Form 4.

3. Represents the weighted average price for sales of the shares. The shares were sold at prices ranging from \$38.75 per share to \$39.70 per share.

4. 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.

**Remarks:** 



<u>04/14/2017</u>

\*\* 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.