FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|   | OMB APPRO               | VAL       |
|---|-------------------------|-----------|
|   | OMB Number:             | 3235-0287 |
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| l | hours per response:     | 0.5       |

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

| 1. Name and Address of Reporting Person*  SPERLING MEIR    |   |  |          |         |   | 2. Issuer Name and Ticker or Trading Symbol VERINT SYSTEMS INC [ VRNT ] |  |       |  |   |                     |      |   |         | Check                | all app   | olicable)<br>ctor   |   |                 | Owner  |
|--|---|--|----------|---------|---|---|--|-------|--|---|---------------------|------|---|---------|----------------------|---|---|---|-----------------|--|
| (Last)<br>33 MASI  | ast) (First) (Middle)   |  |          |         | 3. Date of Earliest Transaction (Month/Day/Year) 09/12/2012 |   |  |       |  |   |                     |      |   |         | X                    | Officer (give title below)  President, CIS  |   |   |                 |  |
| (Street) HERZLIYA PETUACH L3 46733  (City) (State) (Zip)   |   |  |          |         | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |  |       |  |   |                     |      |   |         | . Indiv<br>ine)<br>X | ridual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |   |                 |  |
|  |   | Tabl   | e I - No | n-Deriv | ative   | Se  | curitie  | es Ac | quired,                                      | Dis   | posed o             | f, o | r Ben   | efici   | ally (               | Owne  | ed  |   |                 |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da |   |  |          |         |   | Execution Date,   |  |       | 3. Transaction Disposed Of (D) (Instr. 3, 5) |   |                     |      |   |         |                      | Securities<br>Beneficially  |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                 | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                |
|  |   |  |          |         |   |   |  |       | Code   | v   | Amount              |      | (A) or<br>(D)   | Price   | •                    | Transa  | action(s)<br>3 and 4)   |   |                 | (Instr. 4)   |
| Common Stock 09/12/2                                       |   |  |          |         |   |   | 2012   |       | S  |   | 13,899              |      | D   | \$27.77 |                      | 87,158  |   | D   |                 |  |
| Common Stock 09/13/2                                       |   |  |          |         |   |   | 2012   |       | S  |   | 5,000               |      | D   | \$28.05 |                      | 82,158  |   | D   |                 |  |
|  |   | Та   |          |         |   |   |  |       |  |   | sed of,<br>onvertib |      |   |         |                      | vned  |   |   |                 |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)        | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | Exercise (Month/Day/Year) if any (Month/Day rivative |          | n Date, | 4.<br>Transaction<br>Code (Instr<br>8)                      |   | or of of cr. Office Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |       | Expiration (Month/E                          | 6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable Date |                     |      | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4)  Amoun<br>or<br>Numbe<br>of |         |                      |   | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Owne<br>Form<br>Direct<br>or Ind<br>(I) (In                       | t (D)<br>lirect | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |

Explanation of Responses:

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

09/14/2012

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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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