

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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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* <u>Highlander Grant A</u> (Last) (First) (Middle) 225 BROADHOLLOW ROAD (Street) MELVILLE NY 11747 (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 04/12/2024	
	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	04/12/2024		A		2,451 ⁽¹⁾	A	\$0	82,991	D	
Common Stock	04/12/2024		A		1,513 ⁽²⁾	A	\$0	84,504	D	
Common Stock	04/15/2024		S		1,215 ⁽³⁾	D	\$30.09 ⁽⁴⁾⁽⁵⁾	83,289	D	
Common Stock	04/15/2024		S		847 ⁽⁶⁾	D	\$30.09 ⁽⁴⁾⁽⁵⁾	82,442	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)					

Explanation of Responses:

- Represents the earned portion of a previously-granted PSU award which vested on April 12, 2024 based on the Company's level of achievement of specified performance goals for the period from April 25, 2022 through April 12, 2024 and the filing of the Company's Annual Report on Form 10-K for the year ended January 31, 2024.
- Represents the earned portion of a previously-granted PSU award which vested on April 12, 2024 based on the Company's level of achievement of specified performance goals for the period from February 1, 2023 to April 12, 2024 and the filing of the Company's Annual Report on Form 10-K for the year ended January 31, 2024.
- Amount sold to satisfy applicable tax withholding on the vesting of the PSUs included in lines 1 and 2 above.
- Represents the weighted average price for sales of the shares. The shares were sold at prices ranging from \$29.52 to \$30.71 per share.
- 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 sold at each separate price.
- Amount sold to satisfy applicable tax withholding from the vesting of previously disclosed restricted stock units on April 12, 2024.

Remarks:

/s/ Peter D. Fante, as
Attorney-in-Fact for Grant A. 04/16/2024
Highlander

** 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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