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

OWR APPR	OVAL
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1. Name and Add MORIAH E	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>VERINT SYSTEMS INC</u> [VRNT]		ationship of Reporting Po k all applicable) Director	10% Owner
(Last) 175 BROADH	(First) (Middle) ADHOLLOW ROAD		3. Date of Earliest Transaction (Month/Day/Year) 06/14/2019	X	Officer (give title below) President,	Other (specify below) CES
(Street) MELVILLE	NY	11747	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	eporting Person
(City)	(State)	(Zip)				

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	06/14/2019		A		3,676 ⁽¹⁾	Α	\$56.01	92,905	D	
Common Stock	06/17/2019		S		1,825(2)	D	\$55.28 ⁽³⁾⁽⁴⁾	91,080	D	
Common Stock	06/14/2019		Α		600 ⁽⁵⁾	Α	\$ <mark>0</mark>	91,680	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. Transa Code (8)		n of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Explanation of Responses:

1. Shares of common stock delivered pursuant to the Company's previously disclosed Stock Bonus Program whereby the reporting person elected to receive such number of shares of the Company's common stock at fair market value in lieu of his cash bonus payment.

2. Amount sold to satisfy applicable tax withholding resulting from the award of shares of common stock recorded 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 \$54.74 per share to \$56.11 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.

5. Grant of restricted stock units attributable to "Incentive Shares" made pursuant to the Company's previously disclosed Stock Bonus Program that vest 100% on June 14, 2020.

Remarks:

/s/ Peter D. Fante as Attorney 0

<u>in Fact for Elan Moriah</u> ** Signature of Reporting Person

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.

06/18/2019

Date

Data