Edgar Filing: VERIFONE SYSTEMS, INC. - Form 4

	SYSTEMS, INC	1 /•										
Form 4 August 17, 2	2016											
C C	ЛЛ									PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287			
Check this box if no longer STATENTENT OF CHANCES IN DENEFICIAL OWNERSHIP								Expires:	January 31, 2005			
subject to Section 16. Form 4 or						WNERSHIP OF	Estimated burden hor response	d average ours per				
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940												
(Print or Type	Responses)											
1. Name and A AUSTIN K	2. Issuer Name and Ticker or Trading Symbol				c	5. Relationship of Reporting Person(s) to Issuer						
			VERI	FONE SYS	STEMS,	INC.	[PA]	(Check all applicable)				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)					X_ Director 10% Owner Officer (give title Other (specify				
	FONE SYSTEMS EST PLUMERIA		08/15/2	2016				below)	below)	iei (specify		
		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
SAN JOSE	, CA 95134							Person		1 0		
(City)	(State)	(Zip)	Tal	ble I - Non-l	Derivative	Secur	ities A	cquired, Disposed	of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deer Executio any (Month/I		Execution any	Date, if Transactio		4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Reminder: Rep	port on a separate line	e for each cl	ass of sec	curities bene	ficially ow	ned diı	rectly of	or indirectly.				
					inforr requi	natior red to ays a (n cont respo	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab			curities Acq ls, warrants				Beneficially Owner securities)	1			
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1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
Number8. PrDerivativeConversion(Month/Day/Year)Execution Date, ifTransaction of DerivativeExpiration DateUnderlying SecuritiesDerivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)		Secu (Inst
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(1)</u>	08/15/2016		А	1,232		<u>(1)</u>	(2)	Common Stock, par value \$0.01 per share	1,232	\$

Reporting Owners

Reporting Owner Name / Address							
	Director	10% Owner	Officer	Other			
AUSTIN KAREN A C/O VERIFONE SYSTEMS, INC. 88 WEST PLUMERIA DRIVE SAN JOSE, CA 95134	Х						
Signatures							
/s/ Karen Austin, by Albert Liu, her Attorney-in-Fact			08/17/2	2016			
**Signature of Reporting Person			Date				
Explanation of Responses:							

Explanation of Responses:

- * 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).
- (1) 100% of these restricted stock units vested on the grant date. These units were granted in lieu of cash consideration.
- (2) Shares underlying vested restricted stock units will be delivered upon the earlier of (i) June 1, 2018; or (ii) the date of termination of the holder's service as a director with the Company for any reason or no reason; or (iii) the occurrence of a change in control of the Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.