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NICE SYSTEMS LTD Form 6-K August 29, 2005

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 OF THE SECURITIES EXCHANGE ACT OF 1934

For the month of August 2005

Commission File Number: 0-27466

NICE-SYSTEMS LTD.

(Translation of Registrant's Name into English)

8 Hapnina Street, P.O. Box 690, Ra'anana, Israel

(Address of Principal Executive Offices)

Indicate by check mark whether the Registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F	X	Form	40-F						
_	check mark if the Registrant is y Regulations S-T Rule 101(b)(1)		ltting	this	Form	6-K	in	paper	as
Ye	s	No	X						
_	check mark if the Registrant is y Regulation S-T Rule 101(b)(7):	submi	ltting	this	Form	6-K	in	paper	as
Ye	s	No	X						
Form 6-K, t	check mark whether by furnishing he Registrant is also thereby fur pursuant to Rule 12g3-2(b) under	rnishi	ng the	e info	ormati	on t	o t	he	
Yes		No	Χ						

If "Yes" is marked, indicate below the file number assigned to the Registrant in connection with Rule 12g3-2(b): 82- $_{\rm N/A}$

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THE FIRST FOUR PARAGRAPHS OF EXHIBIT 1 OF THIS REPORT ON FORM 6-K ARE HEREBY INCORPORATED BY REFERENCE INTO NICE-SYSTEMS LTD.'S ("NICE") REGISTRATION STATEMENTS ON FORM F-3 (REGISTRATION STATEMENTS NOS. 333-127883, 333-11250, 333-12996, AND 333-109766) AND NICE'S REGISTRATION STATEMENTS ON FORM S-8 (REGISTRATION STATEMENT NOS. 333-11842, 333-9352, 333-11154, 333-13686, 333-111112 AND 333-111113), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

CONTENTS

This Report on Form 6-K of NICE consists of the following documents, which are attached hereto and incorporated by reference herein:

1. Press Release: NICE Announces Filing of \$220 Million Universal Shelf Registration Statement. Dated: August 28, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

NICE-SYSTEMS LTD.

By: /s/ Yechiam Cohen

Name: Yechiam Cohen Title: General Counsel

Dated: August 29, 2005

EXHIBIT INDEX

Exhibit Number Description of Exhibit

1 Press Release: NICE Announces Filing of \$220 Million Universal Shelf Registration Statement. Dated: August 28, 2005