

VERIFONE SYSTEMS, INC.  
Form 8-K  
November 29, 2011

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8 K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 28, 2011

VERIFONE SYSTEMS, INC.  
(Exact name of registrant as specified in its charter)

Commission File Number: 001-32465

Delaware  
(State or Other Jurisdiction of Incorporation or Organization)

04-3692546  
(IRS Employer Identification No.)

2099 Gateway Place, Suite 600  
San Jose, CA 95110  
(Address of principal executive offices, including zip code)

408-232-7800  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

---

Item 2.02. Results of Operations and Financial Condition.

On November 28, 2011, VeriFone Systems, Inc. (the “Company”) announced certain preliminary financial results for its fiscal quarter ended October 31, 2011 to facilitate the syndication of a committed credit facility. A copy of the Company's press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Form 8-K provided under Item 2.02 and Exhibit 99.1 attached hereto are furnished to, but shall not be deemed filed with, the Securities and Exchange Commission or incorporated by reference into the Company's filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 7.01. Regulation FD Disclosure.

Mr. Douglas Bergeron, Chief Executive Officer of the Company, will present at the Barclays Capital Global Technology Conference on December 7, 2011 in San Francisco.

A live audio webcast of the above presentation will be accessible through the Company's website at <http://ir.verifone.com>, and will be available for seven days after the event.

The information in this Form 8-K provided under Item 7.01 is furnished to, but shall not be deemed filed with, the Securities and Exchange Commission or incorporated by reference into the Company's filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release, dated November 28, 2011, titled “VeriFone Announces Certain Preliminary Financial Results for Q4 FY11 and Guidance for FY12, Metrics to Facilitate Debt Syndication”

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VERIFONE SYSTEMS, INC.

By: /s/ Albert Liu

Date: November 28, 2011

Name: Albert Liu

Title: Executive Vice President, Corporate Development and General Counsel

---

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press release, dated November 28, 2011, titled “VeriFone Announces Certain Preliminary Financial Results for Q4 FY11 and Guidance for FY12, Metrics to Facilitate Debt Syndication”