VeriFone Holdings, Inc. Form 4

November 29, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

10% Owner

Other (specify

Estimated average burden hours per response... 0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16. Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * Bergeron Douglas

(First)

(Street)

(Middle)

2. Issuer Name and Ticker or Trading Symbol

VeriFone Holdings, Inc. [PAY]

3. Date of Earliest Transaction (Month/Day/Year)

11/26/2007

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

VERIFONE HOLDINGS, INC., 2099 GATEWAY PLACE, SUITE 600

4. If Amendment, Date Original Filed(Month/Day/Year)

Chairman and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

SAN JOSE, CA 95110

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D) 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)
Common Stock, par value \$0.01 per share	11/26/2007		Code V S(1)	Amount 5,000	(D)	Price \$ 44.7	1,552,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007		S <u>(1)</u>	100	D	\$ 44.83	1,552,742	I	By Family Trusts (2)
	11/26/2007		S <u>(1)</u>	200	D		1,552,542	I	

Common Stock, par value \$0.01 per share					\$ 44.835		By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 44.84 1,552,242	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	300	D	\$ 44.85 1,551,942	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 44.88 1,551,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	500	D	\$ 44.89 1,551,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	600	D	\$ 44.9 1,550,742	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 44.491 1,550,442	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	100	D	\$ 44.92 1,550,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	200	D	\$ 44.93 1,550,142	I	By Family Trusts (2)
	11/26/2007	S(1)	400	D	\$ 44.94 1,549,742	I	

Common Stock, par value \$0.01 per share								By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	400	D	\$ 44.95	1,549,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	600	D	\$ 44.96	1,548,742	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	300	D	\$ 44.97	1,548,442	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	800	D	\$ 44.98	1,547,642	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 44.99	1,547,542	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	5,300	D	\$ 45	1,542,242	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	400	D	\$ 45.01	1,541,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	200	D	\$ 45.02	1,541,642	I	By Family Trusts (2)
	11/26/2007	S(1)	200	D	\$ 45.03	1,541,442	I	

Common Stock, par value \$0.01 per share								By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 45.04	1,541,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	1,500	D	\$ 45.05	1,539,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	400	D	\$ 45.06	1,539,442	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 45.08	1,539,142	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ 45.09	1,538,942	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	1,000	D	\$ 45.1	1,537,942	I	By Family Trusts (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

Bene Own Follo Repo Trans (Instr

Shares

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Securities (Instr. 3 and 4)	(Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of	

Deletionship

Reporting Owners

Reporting Owner Name / Address	Ketauonsinps						
	Director	10% Owner	Officer	Other			
Bergeron Douglas VERIFONE HOLDINGS, INC. 2099 GATEWAY PLACE, SUITE 600 SAN JOSE, CA 95110	X		Chairman and CEO				

Signatures

/s/ Janelle Del Rosso, by Power of Attorney

**Signature of Reporting Person Date

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) The sale was effected pursuant to a Rule 10b5-1 sales plan effective as of December 10, 2006.
- These securities are held in trusts for the benefit of the members of the reporting person's family. The reporting person disclaims

 (2) beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for the purposes of Section 16 or for any other purpose.

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.

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