

VERIFONE SYSTEMS, INC.  
Form 8-K  
July 10, 2018

**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): July 10, 2018**

**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**

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**(IRS Employer Identification No.)**

**88 West Plumeria Drive**

**San Jose, CA 95134**

**(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 10, 2018, the Board of Directors (the Board ) of VeriFone Systems, Inc. (the Company ) accepted the resignation of Dr. Ronald Black as a member of the Board and its Audit Committee, effective immediately. Dr. Black's resignation was not the result of any disagreement with the Company or with respect to any matter relating to its operations, policies or practices. The Board also determined that it is in the Company's best interest to reduce the size of the Board from ten to nine members.

**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.

Date: July 10, 2018

By: /s/ Vikram Varma  
Name: Vikram Varma  
Title: General Counsel and Secretary