VeriFone Holdings, Inc. Form 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

November 29, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5
obligations
may continue.
See Instruction

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

Washington, D.C. 20549

1(b).

(Print or Type Responses)

31	1							
1. Name and Bergeron D	Person * 2. Issue Symbol	r Name ar	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
		VeriFo	ne Holdi	ngs, Inc. [PAY]	(Chec	k all applicable)	
(Last)	(First) (1	Middle) 3. Date o	f Earliest '	Γransaction				
		(Month/I	Day/Year)		_X_ Director	10%	Owner	
VERIFON	E HOLDINGS,	11/26/2	007		_X_ Officer (give		r (specify	
INC., 2099	GATEWAY PLA	ACE,			below)	below) rman and CEO		
SUITE 600)				Chai	illiali aliu CEO		
	(Street)	4. If Amo	endment, I	Date Original	6. Individual or Jo	int/Group Filin	g(Check	
		Filed(Mo	nth/Day/Ye	ar)	Applicable Line)			
SAN JOSE	c, CA 95110				_X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip) Tab	le I - Non-	Derivative Securities Acq	uired, Disposed of	, or Beneficiall	y Owne	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities Acquired ior(A) or Disposed of (D)	5. Amount of Securities	6. Ownership	7. Natu Indirec	

(City)	(State)	Tabl	le I - Non-I	<i>Jerivative</i>	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y 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. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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	(D)	Price \$ 45.59	\$ 1,525,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007		S <u>(1)</u>	200	D	\$ 45.65	\$ 1,525,142	I	By Family Trusts (2)
	11/26/2007		S <u>(1)</u>	100	D	\$ 45.66	\$ 1,525,042	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	\$ 45.71 \$ 1,524,9	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	200	D	\$ 45.72 \$ 1,524,7	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 45.73 \$ 1,524,6	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 45.75 \$ 1,524,5	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 45.76 \$ 1,524,2	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	100	D	\$ 45.77 \$ 1,524,14	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ 45.78 \$ 1,523,9	42 I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ 45.79 \$ 1,523,7	42 I	By Family Trusts (2)
	11/26/2007	S(1)	100	D	\$ 45.8 \$ 1,523,6	42 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>	200	D	\$ 45.82 \$ 1,523,442	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	100	D	\$ 45.83 \$ 1,523,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ 45.84 \$ 1,523,142	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 45.9 \$ 1,523,042	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	100	D	\$ 45.92 \$ 1,522,942	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 45.93 \$ 1,522,642	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ \$ 1,522,442 45.945	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	700	D	\$ 45.95 \$ 1,521,742	I	By Family Trusts (2)
	11/26/2007	S(1)	600	D	\$ 45.96 \$ 1,521,142	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>	300	D	\$ 45.97	\$ 1,520,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	600	D	\$ 45.99	\$ 1,520,242	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	900	D	\$ 46	\$ 1,519,342	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	300	D	\$ 46.01	\$ 1,519,042	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S <u>(1)</u>	200	D	\$ 46.04	\$ 1,518,842	I	By Family Trusts (2)
Common Stock, par value \$0.01 per share	11/26/2007	S(1)	200	D	\$ 46.05	\$ 1,518,642	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	Relationships						
	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.

Reporting Owners 5