

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

In re VERIFONE HOLDINGS, INC.
SECURITIES LITIGATION

This Document Relates to:
ALL ACTIONS.

) Master File No. 3:07-cv-06140-EMC
)
) CLASS ACTION
)
) DECLARATION OF CAROLE K.
) SYLVESTER RE A) MAILING OF THE
) NOTICE OF PROPOSED SETTLEMENT OF
) CLASS ACTION AND THE PROOF OF
) CLAIM AND RELEASE FORM, B)
) PUBLICATION OF THE SUMMARY
) NOTICE, AND C) INTERNET POSTING
)

I, Carole K. Sylvester, declare:

THE NOTICE AND PROOF OF CLAIM

1. I submit this declaration in order to provide the Court and the parties to the above-captioned litigation with information regarding the mailing of the Notice of Proposed Settlement of Class Action (the "Notice") and the Proof of Claim and Release form (the "Proof of Claim"), the posting of those documents on the Gilardi & Co. LLC ("Gilardi") website, and publication of the Summary Notice. I am over 21 years of age and am not a party to this action. I have personal knowledge of the facts set forth herein and, if called as a witness, could and would testify competently thereto.

2. I am employed by Gilardi, located at 3301 Kerner Blvd., San Rafael, California. Gilardi was retained as the Claims Administrator in this matter. I oversaw the notice services Gilardi provided in accordance with the Amended Order Preliminarily Approving Settlement and Providing for Notice (the "Order") that was signed by the Court on October 16, 2013, in connection with the settlement of the above-captioned litigation. True and correct copies of the Notice and Proof of Claim are attached hereto as Exhibits A and B, respectively. The Notice and Proof of Claim (collectively, the "Claim Package") are in the form approved by the Court.

MAILING OF THE NOTICE AND PROOF OF CLAIM

3. In accordance with the Order, Gilardi obtained from the transfer agent for VeriFone Systems, Inc., f/k/a VeriFone Holdings, Inc. ("VeriFone") a list of all persons who purchased VeriFone common stock and Verifone put and call options (collectively, "VeriFone Publicly Traded Securities") on any domestic or foreign exchange or otherwise during the period from August 31, 2006 to April 1, 2008, inclusive. The list was reviewed to identify and eliminate duplicate entries and incomplete data, resulting in a usable mailing list of 68 names and addresses. Gilardi prepared mailing labels from that list, affixed those labels to Claim Packages, posted the Claim Packages for First-Class Mail prepaid, and delivered them on October 30, 2013 to the United States Post Office located in Santa Rosa, California. The total number of Claim Packages mailed on October 30, 2013 to those potential members of the class was 68.

4. As part of its normal mailing procedures, Gilardi also sent Claim Packages and cover letters to a list of 245 brokerages, custodial banks, and other institutions (“Nominal Holders”) that hold securities in “street name” as nominees for the benefit of their customers who are the beneficial owners of the securities. This list also includes a group of filers/institutions who have requested notification on every securities case. These Nominal Holders are included in a proprietary database created and maintained by Gilardi. In Gilardi’s experience, the institutions included in this initial mailing represent a significant majority of the beneficial holders of securities. The cover letter accompanying the Claim Package advised the Nominal Holders of the proposed settlement and requested their cooperation in forwarding the Claim Package to potential class members. In the over 25 years that Gilardi has been doing notification of securities class actions, Gilardi has found the majority of potential class members hold their securities in street name and are reached through the Nominal Holders. A copy of the letter dated October 30, 2013, sent to Nominal Holders in this case, is attached hereto as Exhibit C.

5. Additionally, on October 30, 2013, Gilardi mailed 4,457 Claim Packages and cover letters to institutions included on the U.S. Securities and Exchange Commission’s list of active brokers and dealers.

6. On October 31, 2013, Gilardi delivered electronic copies of the Claim Package to 457 registered electronic filers who are qualified to submit electronic claims. These filers are primarily institutions and third-party filers who typically file numerous claims on behalf of beneficial owners for whom they act as trustee or fiduciary.

7. Gilardi caused the Claim Package to be published by the Depository Trust Corporation (“DTC”) on the DTC Legal Notice System (“LENS”). LENS enables the participating bank and broker nominees to review the Claim Package and contact the Claims Administrator for copies of the Claim Package for their beneficial holders.

8. Gilardi has acted as a repository for shareholder and nominee inquiries and communications received in this action. In this regard, Gilardi has forwarded the Claim Package on request to nominees who held VeriFone Publicly Traded Securities for the beneficial interest of other persons. Gilardi has also forwarded the Claim Package directly to beneficial owners upon receipt of the names and addresses from such beneficial owners or nominees.

9. To date, in response to the outreach efforts described above, Gilardi received 41 responses that included computer files listing a total of 66,216 names and addresses of potential class members. Gilardi also received 6 responses that included mailing labels with names and addresses for mailing to an additional 1,882 potential class members. Nine institutions requested that Gilardi send them a total of 21,765 additional Claim Packages, which they indicated they would mail directly to their clients who might be class members.

10. As of the date of this declaration, Gilardi has sent a total of 95,090 Claim Packages to potential class members and nominees.

11. Gilardi established a toll-free number to accommodate potential class member inquiries. This toll-free number, 1-888-283-8026, became operational on October 30, 2013.

12. Gilardi also posted copies of the Notice, the Proof of Claim, the Stipulation of Settlement, and the Order on the Gilardi website (www.verifonesettlement.com) on October 30, 2013.

CLAIMS SUBMITTED TO DATE

13. Pursuant to the Court's Order, on October 16, 2013, Gilardi's website included a calculator that allows Class members to request a calculation of their estimated recovery.

14. Furthermore, Class members are able to use the website to file a claim, thereby reducing the time and expense required to participate in the settlement. To date, 19 claims have been submitted through the website, 611 claims have been mailed, and 2,319 have been filed electronically. A total of 2,949 have been filed to date. In Gilardi's experience the vast majority of claims are filed near the end of the deadline for submission of claims.

PUBLICATION OF THE SUMMARY NOTICE

15. In accordance with the Order, Gilardi caused the Summary Notice to be published in *Investor's Business Daily* and over the *Business Wire* on November 5, 2013, and in *Globes* on November 6, 2013, as shown in the Affidavits of Publication attached hereto as Exhibit D.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed this 11th day of December, 2013, at San Rafael, California.


CAROLE K. SYLVESTER

Exhibit A

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIAIn re VERIFONE HOLDINGS, INC.
SECURITIES LITIGATION

Master File No. 3:07-cv-06140-EMC

CLASS ACTION

This Document Relates To:
ALL ACTIONS.

NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION

If you purchased VeriFone Systems, Inc. (f/k/a VeriFone Holdings, Inc.)¹ common stock and put and call options (collectively, "VeriFone Publicly Traded Securities") on any domestic or foreign exchange or otherwise during the period from August 31, 2006 to April 1, 2008, inclusive (the "Class Period") and are not otherwise excluded from the Class (see Question 6 below), you could get a payment from a class action settlement.

A federal court authorized this Notice. This is not a solicitation from a lawyer.

Security and Time Period. VeriFone common stock and put and call options ("VeriFone Publicly Traded Securities") between August 31, 2006 and April 1, 2008, inclusive.

Settlement Fund: \$95,000,000 in cash plus any interest earned. Your recovery will depend on the timing of your purchases and sales of VeriFone Publicly Traded Securities during the Class Period. Based on the information currently available to Lead Plaintiff and the analysis performed by its damages consultants, it is estimated that **if Class Members submit claims for 100% of the shares eligible for distribution under the Plan of Allocation (described below), the estimated average distribution per share of common stock will be approximately \$0.71 before deduction of Court-approved fees and expenses, including the cost of notifying Members of the Class and settlement administration and any attorneys' fees and expenses awarded by the Court to counsel for the Lead Plaintiff.** Historically, actual claims rates are less than 100%, which result in higher distributions per share. A Class Member's actual recovery will be a proportion of the Net Settlement Fund determined by that claimant's recognized claim as compared to the total recognized claims of all Class Members who submit valid Proof of Claim and Release forms ("Proof of Claim").

Reasons for Settlement: Avoids the costs and risks associated with continued litigation, including the danger of no recovery.

If the Case Had Not Settled: Continuing with the case could have resulted in loss at summary judgment, trial or on appeal. The two sides vigorously disagree on both liability and the amount of money that could have been won if Lead Plaintiff prevailed at trial. The parties disagree about: (1) whether the Defendants knew the alleged false statements were false when made; (2) the method for determining whether the price of VeriFone Publicly Traded Securities was artificially inflated during the relevant period; (3) whether there was any such inflation and the amount of any such alleged inflation; (4) that there was any wrongdoing on the part of Defendants; (5) the extent that various facts alleged by Lead Plaintiff influenced the trading price of VeriFone Publicly Traded Securities during the Class Period, and (6) whether the facts alleged were material, false, misleading or otherwise actionable under the federal securities laws.

Attorneys' Fees and Expenses: Court-appointed Lead Plaintiff's counsel will ask the Court for attorneys' fees of 20% of the Settlement Fund and expenses not to exceed \$360,000 to be paid from the Settlement Fund plus interest.² Lead Plaintiff's counsel have not received any payment for their work over the past six years investigating the facts, prosecuting this Litigation, and negotiating this settlement on behalf of the Lead Plaintiff and the Class. If the above amounts are requested and approved by the Court, the average cost per share of common stock will be approximately \$0.14.

Deadlines:

Submit Claim:	January 29, 2014
Request Exclusion:	December 30, 2013
File Objection	December 30, 2013

Court Hearing on Fairness of Settlement: February 6, 2014

More Information: www.verifonesettlement.com or

Claims Administrator:

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040
1-888-283-8026

Representative of Lead Plaintiff's counsel:

Rick Nelson
Shareholder Relations
Robbins Geller Rudman & Dowd LLP
655 West Broadway, Suite 1900
San Diego, CA 92101
1-800-449-4900

- Your legal rights are affected whether you act or do not act. Read this Notice carefully.

¹ This Notice incorporates by reference the definitions in the Stipulation of Settlement dated as of August 9, 2013 ("Stipulation"), and all capitalized terms used, but not defined herein, shall have the same meanings as in the Stipulation. The Stipulation can be obtained at www.verifonesettlement.com.

² The requested attorneys' fees is net of any expenses the Court awards to Lead Plaintiff's counsel.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT

SUBMIT A CLAIM FORM If you are a Class Member and do not exclude yourself from the Class, the only way to get a payment is to submit a claim form. You may submit a claim form and still object to any aspect of the settlement, the request for an award of attorneys' fees and expenses and/or the Plan of Allocation. If you submit a claim form, you give up your right to participate in another lawsuit against the Defendants for the legal claims in this case. See Answer to Question 12 for a more detailed description of what you are giving up if you submit a claim form.

EXCLUDE YOURSELF Get no payment. This is the only option that allows you to participate in another lawsuit against the Defendants for the legal claims in this case.

OBJECT If you are a Class Member and do not exclude yourself from the Class, you may write to the Court if you do not like the settlement, the request for attorneys' fees and expenses, or the Plan of Allocation. If you submit an objection to the settlement, Plan of Allocation or the request for an award of attorneys' fees and expenses and do not submit a claim form seeking payment from the settlement proceeds, your objection may be rejected because you would not have an interest in the settlement.

GO TO A HEARING You may ask to speak in Court about the fairness of the settlement, the request for attorneys' fees and expenses, or the Plan of Allocation.

DO NOTHING *If you do nothing, you will not receive any payment, will not be allowed to object to the settlement and will give up your right to participate in another lawsuit against the Defendants for the legal claims in this case.* See Answer to Question 12 for a more detailed description of what you are giving up if you do nothing.

- These rights and options — **and the deadlines to exercise them** — are explained in this Notice.
- The Court in charge of this case must decide whether to approve the settlement. Payments will be made if the Court approves the settlement and, if there are any appeals, after appeals are resolved. Please be patient.

BASIC INFORMATION**1. Why did I get this notice package?**

You or someone in your family may have purchased VeriFone common stock and/or VeriFone put and call options, between August 31, 2006 and April 1, 2008, inclusive.

The Court directed that you be sent this Notice because you have a right to know about a proposed settlement of a class action lawsuit, and about all of your options, before the Court decides whether to approve the settlement. If the Court approves it and after any objections or appeals (if there are any) are resolved, the Claims Administrator appointed by the Court will make the payments that the settlement allows.

This package explains the lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the United States District Court, Northern District of California, and the case is known as *In re VeriFone Holdings, Inc. Securities Litigation*, Master File No. 3:07-cv-06140-EMC. The entity that leads the Litigation, National Elevator Industry Pension Fund, is called the Lead Plaintiff and the company and the individuals it sued are called Defendants.

2. What is this lawsuit about?

This Litigation alleges that VeriFone and certain of its executives violated the federal securities laws by falsely representing throughout the Class Period that: (1) the Company's April 2006 acquisition of Lipman Electronic Engineering Ltd ("Lipman") would — and did — increase gross margins and earnings in 2007, (2) VeriFone's 1Q07, 2Q07 and 3Q07 financial results were fairly presented in all material respects; (3) they had evaluated the Company's disclosure controls and procedures and concluded they were effective; and (4) the reported increases in 1Q07, 2Q07 and 3Q07 gross margins and earnings were the result of higher-margin wireless revenue, better supply chain efficiencies and better sourcing of strategic components, procurement synergies and other factors. Lead Plaintiff alleges that when Defendants disclosed the truth about the Company's financial results, Class Members suffered damages as a result of the decline in the price of VeriFone Publicly Traded Securities.

Defendants deny all of Lead Plaintiff's allegations and further deny that they did anything wrong.

3. Why is this a class action?

In a class action, one or more people called class representatives (in this case, the Court-appointed the National Elevator Industry Pension Fund as Lead Plaintiff), sue on behalf of people who have similar claims. All of these people and/or entities are called a class or class members. One judge — in this case, United States District Court Judge Edward M. Chen — resolves the issues for all Class Members, except for those who exclude themselves from the Class.

4. Why is there a settlement?

The Court did not decide in favor of the Lead Plaintiff or Defendants. Instead, the lawyers for both sides of the lawsuit have negotiated a settlement, with the assistance of the Honorable Layn Phillips (Ret.), a former United States District Court Judge, that they believe is in the best interests of their respective clients. The settlement allows both sides to avoid the risks and cost of lengthy and uncertain litigation and the uncertainty of a trial and appeals, and permits Class Members to be compensated without further delay. The Lead Plaintiff and its attorneys think the settlement is best for all Class Members.

WHO GETS MONEY FROM THE SETTLEMENT

To see if you will get money from this settlement, you first have to determine if you are a Class Member.

5. How do I know if I am part of the settlement?

The Class includes *all Persons who purchased VeriFone's common stock and VeriFone's put and call options between August 31, 2006 and April 1, 2008, inclusive, on any domestic or foreign exchange or otherwise.*

6. Are there exceptions to being included in the Class?

Yes. Excluded from the Class are Defendants, VeriFone's officers and directors, and their families and affiliates. Also excluded from the Class are those Persons who timely and validly request exclusion from the Class pursuant to this Notice.

7. I'm still not sure if I am included.

If you still are not sure whether you are included, you can ask for free help. You can call 1-888-283-8026 or visit www.verifonesettlement.com for more information, or, you can call Rick Nelson, Shareholder Relations, Robbins Geller Rudman & Dowd LLP, at 1-800-449-4900 for more information; or, you can fill out and return the Proof of Claim described in Question 10 to see if you qualify

THE SETTLEMENT BENEFITS – WHAT YOU GET**8. What does the settlement provide?**

VeriFone has agreed to pay or cause to be paid \$95,000,000 in cash (the "Settlement Fund"). The Settlement Fund, plus interest earned from the date it is established, less costs, fees, and expenses (the "Net Settlement Fund"), will be divided among all eligible Class Members who send in valid Proofs of Claim ("Authorized Claimants"). Costs, fees, and expenses include Court-approved attorneys' fees and expenses, the costs of notifying Class Members, including the costs of printing and mailing this Notice and the cost of publishing newspaper notice, the costs of claims administration, and taxes on the Settlement Fund.

9. How much will my payment be?

Your share of the Net Settlement Fund will depend on the number of valid Proofs of Claim that Class Members send in and how many VeriFone Publicly Traded Securities you purchased during the relevant period and when you bought and sold them. You can estimate the payment you might receive if all Class Members submit claims by inputting your transactions in VeriFone Publicly Traded Securities in a calculator at www.verifonesettlement.com.

For purposes of determining the amount an Authorized Claimant may recover under the Plan of Allocation, Lead Plaintiff's counsel conferred with their damages consultants and the Plan of Allocation reflects their judgment regarding the relative strengths of the claims at issue in light of the orders issued by the District Court and the Court of Appeals for the Ninth Circuit that they believe could have been recovered had Lead Plaintiff prevailed at trial

In the unlikely event there are sufficient funds in the Net Settlement Fund, each Authorized Claimant will receive an amount equal to the Authorized Claimant's claim, as defined below. If, however, the amount in the Net Settlement Fund is not sufficient to permit payment of the total claim of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant's claim bears to the total of the claims of all Authorized Claimants. Payment in this manner shall be deemed conclusive against all Authorized Claimants.

A "claim" will be calculated as follows.

COMMON STOCK

1. For shares of VeriFone common stock ***purchased on or between August 31, 2006 through March 1, 2007***, the claim per share shall be 50% of the following:
 - (a) if sold on or between August 31, 2006 through April 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase less the inflation in Table A at the time of sale; or (ii) the difference between the purchase price and the sales price;
 - (b) if retained at the end of April 1, 2008 and sold before July 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase, (ii) the difference between the purchase price and the sales price; or (iii) the difference between the purchase price per share and the average closing price per share up to the date of sale as set forth in Table B below;
 - (c) if retained at the close of trading on June 30, 2008, or sold thereafter, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase; or (ii) the difference between the purchase price per share and \$13.09 per share.
2. For shares of VeriFone common stock ***purchased on or between March 2, 2007 through December 2, 2007***, the claim per share shall be as follows:
 - (a) if sold on or between March 2, 2007 through April 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase less the inflation in Table A at the time of sale; or (ii) the difference between the purchase price and the sales price;
 - (b) if retained at the end of April 1, 2008 and sold before July 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase; (ii) the difference between the purchase price and the sales price; or (iii) the difference between the purchase price per share and the average closing price per share up to the date of sale as set forth in Table B below;
 - (c) if retained at the close of trading on June 30, 2008, or sold thereafter, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase; or (ii) the difference between the purchase price per share and \$13.09 per share.
3. For shares of VeriFone common stock ***purchased on or between December 3, 2007 through April 1, 2008***, the claim per share shall be 50% of the following:
 - (a) if sold on or between December 3, 2007 through April 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase less the inflation in Table A at the time of sale; or (ii) the difference between the purchase price and the sales price;
 - (b) if retained at the end of April 1, 2008 and sold before July 1, 2008, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase, (ii) the difference between the purchase price and the sales price; or (iii) the difference between the purchase price per share and the average closing price per share up to the date of sale as set forth in Table B below;
 - (c) if retained at the close of trading on June 30, 2008, or sold thereafter, the claim per share shall be the lesser of: (i) the inflation in Table A at the time of purchase; or (ii) the difference between the purchase price per share and \$13.09 per share.

TABLE A

Time Period	Inflation
August 31, 2006	\$0.00
September 1, 2006 - December 7, 2006	\$5.14
December 8, 2006 - March 1, 2007	\$6.75
March 2, 2007 - September 6, 2007	\$30.88
September 7, 2007 - December 2, 2007	\$33.62
December 3, 2007	\$11.84
December 4, 2007 - January 1, 2008	\$10.25
January 2, 2008 - March 5, 2008	\$7.05
March 6, 2008 - April 1, 2008	\$3.18

TABLE B

Sales Date	Closing Price	Average Closing Price from		Sales Date	Closing Price	Average Closing Price from	
		April 2, 2008 through	Sales Date			April 2, 2008 through	Sales Date
4/2/2008	\$13.64		\$13.64	5/19/2008	\$12.90		\$12.48
4/3/2008	\$13.61		\$13.63	5/20/2008	\$12.81		\$12.49
4/4/2008	\$13.99		\$13.75	5/21/2008	\$12.75		\$12.50
4/7/2008	\$13.25		\$13.62	5/22/2008	\$13.04		\$12.51
4/8/2008	\$13.14		\$13.53	5/23/2008	\$13.31		\$12.53
4/9/2008	\$12.82		\$13.41	5/27/2008	\$13.46		\$12.56
4/10/2008	\$12.68		\$13.30	5/28/2008	\$13.34		\$12.57
4/11/2008	\$12.45		\$13.20	5/29/2008	\$14.44		\$12.62
4/14/2008	\$12.00		\$13.06	5/30/2008	\$14.68		\$12.67
4/15/2008	\$11.98		\$12.96	6/2/2008	\$14.46		\$12.71
4/16/2008	\$12.20		\$12.89	6/3/2008	\$15.02		\$12.76
4/17/2008	\$12.18		\$12.83	6/4/2008	\$14.50		\$12.80
4/18/2008	\$12.01		\$12.77	6/5/2008	\$15.00		\$12.85
4/21/2008	\$11.94		\$12.71	6/6/2008	\$14.98		\$12.90
4/22/2008	\$11.34		\$12.62	6/9/2008	\$14.96		\$12.94
4/23/2008	\$11.44		\$12.54	6/10/2008	\$14.69		\$12.97
4/24/2008	\$11.41		\$12.48	6/11/2008	\$14.26		\$13.00
4/25/2008	\$10.92		\$12.39	6/12/2008	\$14.13		\$13.02
4/28/2008	\$10.29		\$12.28	6/13/2008	\$14.27		\$13.05
4/29/2008	\$10.39		\$12.18	6/16/2008	\$14.52		\$13.07
4/30/2008	\$11.19		\$12.14	6/17/2008	\$14.40		\$13.10
5/1/2008	\$11.19		\$12.09	6/18/2008	\$13.98		\$13.11
5/2/2008	\$12.20		\$12.10	6/19/2008	\$14.21		\$13.13
5/5/2008	\$13.13		\$12.14	6/20/2008	\$13.80		\$13.15
5/6/2008	\$13.50		\$12.20	6/23/2008	\$13.18		\$13.15
5/7/2008	\$13.17		\$12.23	6/24/2008	\$12.84		\$13.14
5/8/2008	\$13.30		\$12.27	6/25/2008	\$13.30		\$13.14
5/9/2008	\$13.53		\$12.32	6/26/2008	\$12.59		\$13.13
5/12/2008	\$13.82		\$12.37	6/27/2008	\$11.80		\$13.11
5/13/2008	\$13.44		\$12.41	6/30/2008	\$11.95		\$13.09
5/14/2008	\$13.07		\$12.43				
5/15/2008	\$13.11		\$12.45				
5/16/2008	\$13.05		\$12.47				

CALL/PUT OPTIONS**Call Options**

1. For call options on VeriFone common stock ***purchased from August 31, 2006 through March 1, 2007***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is 50% of the difference between the price paid for the call option less the proceeds received upon the settlement of the call option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is \$0.
2. For call options on VeriFone common stock ***purchased from March 2, 2007 through December 2, 2007***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is the difference between the price paid for the call option less the proceeds received upon the settlement of the call option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is \$0.
3. For call options on VeriFone common stock ***purchased from December 3, 2007 through April 1, 2008***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is 50% of the difference between the price paid for the call option less the proceeds received upon the settlement of the call option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per call option is \$0.
4. For call options on VeriFone common stock ***written from August 31, 2006 through April 1, 2008***, the claim per call option is \$0.

Put Options

1. For put options on VeriFone common stock ***written from August 31, 2006 through March 1, 2007***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is 50% of the difference between the price paid upon settlement of the put option contract less the initial proceeds received upon the sale of the put option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is \$0.
2. For put options on VeriFone common stock ***written from March 2, 2007 through December 2, 2007***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is the difference between the price paid upon settlement of the put option contract less the initial proceeds received upon the sale of the put option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is \$0.
3. For put options on VeriFone common stock ***written from December 3, 2007 through April 1, 2008***, and
 - (i) held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is 50% of the difference between the price paid upon settlement of the put option contract less the initial proceeds received upon the sale of the put option contract;
 - (ii) not held at the end of any of the following dates: December 2, 2007, December 3, 2007, January 1, 2008, March 5, 2008 and/or April 1, 2008, the claim per put option is \$0.
4. For put options on VeriFone common stock ***purchased from August 31, 2006 through April 1, 2008***, the claim per put option is \$0.

Note: In the case the option was exercised for VeriFone common stock, the amount paid, or proceeds received, upon settlement of the option contract equals the intrinsic value of the option using VeriFone common stock's closing price on the date the option was exercised.

Note: The combined recovery for the put/call options shall not exceed 3% of the Net Settlement Fund

For Class Members who held VeriFone Publicly Traded Securities at the beginning of the Class Period or made multiple purchases or sales during the Class Period, the first-in, first-out ("FIFO") method will be applied to such holdings, purchases, and sales for purposes of calculating a claim. Under the FIFO method, sales of VeriFone Publicly Traded Securities during the Class Period will be matched against the same type of security, in chronological order, first against securities held at the beginning of the Class Period. The remaining sales of VeriFone Publicly Traded Securities during the Class Period will then be matched, in chronological order, against like VeriFone Publicly Traded Securities purchased during the Class Period.

An Authorized Claimant will be eligible to receive a distribution from the Net Settlement Fund only if a Class Member had a net loss, after all profits from transactions in VeriFone Publicly Traded Securities during the Class Period are subtracted from all losses. However, the proceeds from sales of VeriFone Publicly Traded Securities which have been matched against VeriFone Publicly Traded Securities held at the beginning of the Class Period will not be used in the calculation of such net loss.

If there is sufficient money left in the Net Settlement Fund after six months from the initial date of distribution of the Net Settlement Fund to Class Members to make a second distribution, a second distribution from the Net Settlement Fund will be made to Authorized Claimants who cashed their check in the initial distribution. The second distribution would be based on the percentage of the Net Settlement Fund that each such Authorized Claimant bears to the total of the claims of all Authorized Claimants who cashed their check in the initial distribution. Only Authorized Claimants who cashed their check in the initial distribution would receive a second distribution. A second distribution would not be made to an Authorized Claimant

based on his, her or its transactions in put and/or call options if in the initial distribution to all such Authorized Claimants who cashed their checks equaled 3% of the Net Settlement Fund.

A second distribution will not be made to an Authorized Claimant if the second distribution would be less than one dollar. Furthermore, a second distribution will not be made if the Net Settlement Fund after six months from the initial date of distribution is less than \$10,000, in which case the remaining funds would be distributed to Bay Area Legal Aid pursuant to ¶5.6 of the Stipulation.

The Court has reserved jurisdiction to allow, disallow or adjust the claim of any Class Member on equitable grounds.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Authorized Claimants. No Person shall have any claim against Lead Plaintiff, any Plaintiffs' counsel, any claims administrator or other Person designated by Lead Plaintiff's counsel or Defendants and/or the Related Parties and/or the Released Persons and/or their counsel based on distributions made pursuant to the Stipulation and the settlement contained therein, the Plan of Allocation, or further orders of the Court. All Class Members who fail to complete and file a valid and timely Proof of Claim shall be barred from participating in distributions from the Net Settlement Fund (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the Stipulation, including the terms of any order and/or judgment entered and the releases given.

HOW YOU GET A PAYMENT – SUBMITTING A CLAIM FORM

10. How will I get a payment?

To qualify for a payment, you must send in a Proof of Claim. A Proof of Claim is enclosed with this Notice. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it in the enclosed envelope postmarked no later than January 29, 2014.

11. When would I get my payment?

The Court will hold a hearing on February 6, 2014, at 1:30 p.m., to decide whether to approve the settlement. If Judge Chen approves the settlement, there may be appeals. It is always uncertain whether these appeals can be resolved favorably, and resolving them can take time, perhaps more than a year. It also takes time for all the claim forms to be processed. If there are no appeals and depending on the number of claims submitted, the Claims Administrator could distribute the Net Settlement Fund as early as nine months after the fairness hearing. Please be patient.

12. What am I giving up to get a payment or stay in the Class?

Unless you exclude yourself, you are staying in the Class, and that means that you cannot sue, continue to sue, or be part of any other lawsuit against the Defendants about the same issues in this case or about issues that could have been asserted in this case. It also means that all of the Court's orders will apply to you and legally bind you and you will release your Released Claims in this case against Defendants and their Related Parties. "Released Claims" means any and all claims, debts, demands, disputes, rights, causes of action, suits, matters, damages, or liabilities of any kind, nature, and character whatsoever (including, but not limited to, any claims for damages, interest, attorneys' fees, expert or consulting fees, and any and all other costs, expenses or liabilities whatsoever), whether under federal, state, local, statutory, common law, foreign law, or any other law, rule or regulation, whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, including Unknown Claims (collectively, "Claims"), that both (1) concern, arise out of, relate to, or are based upon the purchase of VeriFone Publicly Traded Securities during the Class Period and (2) were asserted or could have been asserted by Lead Plaintiff or any Class Member against any of the Released Persons in this Litigation. Released Claims do not include any derivative claims.

"Related Parties" means each of a Defendant's past or present directors, officers, employees, partners, insurers, co-insurers, reinsurers, controlling shareholders, attorneys, accountants or auditors, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, agents, assigns, spouses, heirs, executors, estates, administrators, related or affiliated entities, any entity in which a Defendant has a controlling interest, any members of any Individual Defendant's immediate family, or any trust of which any Individual Defendant is the settlor or which is for the benefit of any Individual Defendant's family.

EXCLUDING YOURSELF FROM THE SETTLEMENT

If you do not want a payment from this settlement, but you want to keep the right to sue or continue to sue the Defendants on your own about the same issues in this case, then you must take steps to get out of the Class. This is called excluding yourself or is sometimes referred to as opting out of the Class.

13. How do I get out of the Class?

To exclude yourself from the Class, you must send a letter by mail stating that you want to be excluded from *In re VeriFone Holdings, Inc. Securities Litigation*, Master File No. 3:07-cv-06140-EMC. You must include your name, address, telephone number, your signature, the number of shares of VeriFone Publicly Traded Securities you purchased and sold between August 31, 2006 and April 1, 2008, inclusive, the dates of such purchases and sales, and unless such information is not readily available, the prices of such purchases and sales. If you cannot find the price or exact dates of your purchases and sales, you can still submit an exclusion request for review. You must mail your exclusion request postmarked no later than December 30, 2013 to:

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co LLC
P.O. Box 8040
San Rafael, CA 94912-8040

You cannot exclude yourself on the phone or by e-mail. If you ask to be excluded, you are not eligible to get any settlement payment, and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit.

14. If I do not exclude myself, can I sue Defendants for the same thing later?

No. Unless you exclude yourself, you give up any right to sue Defendants and their Related Parties for the claims that this settlement resolves. Remember, the exclusion deadline is December 30, 2013.

15. If I exclude myself, can I get money from this settlement?

No. If you exclude yourself, do not send in a Proof of Claim to ask for any money. Once you exclude yourself, you will receive no cash payment even if you also submit a Proof of Claim

THE LAWYERS REPRESENTING YOU

16. Do I have a lawyer in this case?

The Court appointed the law firm of Robbins Geller Rudman & Dowd LLP to represent you and other Class Members. These lawyers are called Lead Counsel. These lawyers will apply to the Court for payment from the Settlement Fund, you have not been and will not otherwise be charged for their work. If you want to be represented by your own lawyer, you may hire one at your own expense.

17. How will the lawyers be paid?

At the fairness hearing, Lead Plaintiff's counsel will request the Court to award attorneys' fees of 20% of the Settlement Fund and for expenses up to \$360,000, which were incurred in connection with the Litigation.³ If awarded, the cost would be approximately \$0.14 per share. This compensation will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. To date, Lead Plaintiff's counsel have not received any payment for their services in conducting this Litigation over the past six years on behalf of the Lead Plaintiff and the Class, nor have counsel been paid for their expenses. The fee requested will compensate Lead Plaintiff's counsel for their work in achieving the Settlement Fund and is within the range of fees awarded to class counsel under similar circumstances in other cases of this type. The Court may award less than this amount

OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with the settlement, the Plan of Allocation, or Lead Plaintiff's counsel's request for an award of attorneys' fees and expenses.

18. How do I tell the Court that I do not like the settlement?

If you are a Class Member (and you have not excluded yourself), you can object to the settlement, the request for attorneys' fees and expenses, or the Plan of Allocation if you do not like any part of it. You can give reasons why you think the Court should not approve the settlement, the request for attorneys' fees and expenses, or the Plan of Allocation. The Court will consider your views. To object, you must send a signed letter saying that you object to the proposed settlement in *In re VeriFone Holdings, Inc. Securities Litigation*, Master File No 3:07-cv-06140-EMC. Be sure to include your name, address, telephone number, your signature, the number of shares of VeriFone Publicly Traded Securities purchased between August 31, 2006 and April 1, 2008, inclusive, and the reasons you object to the settlement, the requested attorneys' fees and expenses, or the Plan of Allocation. Any such objection must be mailed or delivered such that it is received by the following no later than December 30, 2013:

Court:
Clerk of the Court
United States District Court
Northern District of California
450 Golden Gate Avenue
San Francisco, CA 94102

19. What is the difference between objecting and excluding myself from the settlement?

Objecting is telling the Court that you do not like something about the proposed settlement. You can object *only* if you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer applies to you.

THE COURT'S FAIRNESS HEARING

The Court will hold a hearing to decide whether to approve the proposed settlement. You may attend, but you do not have to.

20. When and where will the Court decide whether to approve the settlement?

The Court will hold a hearing at 1 30 p m., on February 6, 2014, at the United States District Court, Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102. At this hearing, the Court will consider whether the settlement is fair, reasonable, and adequate. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the hearing. The Court will also decide whether to approve the payment of fees and expenses to Lead Plaintiff's counsel and the Plan of Allocation. We do not know how long the hearing will take or whether the Court will make its decision on the day of the hearing or sometime later.

21. Do I have to come to the hearing?

No. Lead Plaintiff's counsel will answer questions Judge Chen may have. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but you are not required to do so.

³ The requested attorneys' fees is net of any expenses the Court awards to Lead Plaintiff's counsel

22. May I speak at the hearing?

You may ask the Court for permission to speak at the hearing. To do so, you must send a letter saying that it is your intention to appear in *In re VeriFone Holdings, Inc. Securities Litigation*, Master File No. 3:07-cv-06140-EMC. Be sure to include your name, address, telephone number, your signature, and the number of VeriFone Publicly Traded Securities purchased between August 31, 2006 and April 1, 2008, inclusive. Your notice of intention to appear must be received no later than December 30, 2013 by the Clerk of the Court at the address listed in Question 18. You cannot speak at the hearing if you exclude yourself from the Class.

IF YOU DO NOTHING

23. What happens if I do nothing at all?

If you do nothing, you will get no money from this settlement. But, unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against the Defendants or their Related Parties about the same issues in this case.

GETTING MORE INFORMATION

24. Are there more details about the settlement?

This Notice summarizes the proposed settlement. More details are in the Stipulation dated August 9, 2013, which has been filed with the Court. You can get a copy of the Stipulation from the Clerk's office at the United States District Court, Northern District of California, 450 Golden Gate Avenue, San Francisco, CA 94102, during regular business hours, or at www.verifonesettlement.com, or you can contact a representative of Lead Counsel at the number and address below in the answer to Question 25.

25. How do I get more information?

For more information about the settlement of the Litigation, you can call 1-888-283-8026 or write to a representative of Lead Plaintiff's counsel, Rick Nelson, Shareholder Relations, Robbins Geller Rudman & Dowd LLP, 655 West Broadway, Suite 1900, San Diego, CA 92101, or visit the Claims Administrator's website at www.verifonesettlement.com. **Please do not call the Court or the Clerk of the Court for additional information about the settlement.**

26. Special notice to banks, brokers, and other nominees

If you hold any VeriFone common stock or put and call options purchased between August 31, 2006 and April 1, 2008, inclusive, as a nominee for a beneficial owner, then, within ten (10) days after you receive this Notice, you must either: (1) send a copy of this Notice by First-Class Mail to all such Persons; or (2) provide a list of the names and addresses of such Persons to the Claims Administrator.

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P O Box 8040
San Rafael, CA 94912-8040

If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and which would not have been incurred but for the obligation to forward the Notice, upon submission of appropriate documentation to the Claims Administrator.

DATED: October 16, 2013

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

Exhibit B

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

In re VERIFONE HOLDINGS, INC.
SECURITIES LITIGATION

) Master File No. 3:07-cv-06140-EMC

) CLASS ACTION

This Document Relates To
ALL ACTIONS.

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. To recover as a Member of the Class based on your claims in the consolidated action entitled *In re VeriFone Holdings, Inc. Securities Litigation*, Master File No. 3:07-cv-06140-EMC (the "Litigation"), you must complete and, on page 7 hereof, sign this Proof of Claim and Release form ("Proof of Claim"). If you fail to file a properly addressed (as set forth in paragraph 3 below) Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed settlement

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the settlement of the Litigation.

3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED ON OR BEFORE JANUARY 29, 2014, ADDRESSED AS FOLLOWS:

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co LLC
P.O. Box 8040
San Rafael, CA 94912-8040

If you are NOT a Member of the Class (as defined in the Notice of Proposed Settlement of Class Action ("Notice")) DO NOT submit a Proof of Claim.

4. If you are a Member of the Class and you did not timely request exclusion in connection with the proposed settlement, you are bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM

II. CLAIMANT IDENTIFICATION

If you purchased VeriFone Systems, Inc. (f/k/a VeriFone Holdings, Inc.) common stock or VeriFone put or call options (collectively, "VeriFone Publicly Traded Securities") and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, you purchased VeriFone Publicly Traded Securities and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of the VeriFone Publicly Traded Securities which forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OF THE VERIFONE PUBLICLY TRADED SECURITIES UPON WHICH THIS CLAIM IS BASED.

All joint purchasers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. CLAIM FORM

Use Part II of this form entitled "Schedule of Transactions in VeriFone Publicly Traded Securities" to supply all required details of your transaction(s) in VeriFone Publicly Traded Securities. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.



On the schedules, provide all of the requested information with respect to **all** of your purchases and **all** of your sales of VeriFone Publicly Traded Securities which took place at any time from August 31, 2006 to June 30, 2008, inclusive, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to **all** of the VeriFone common stock you held at the close of trading on August 30, 2006, April 1, 2008, and June 30, 2008. Failure to report all such transactions may result in the rejection of your claim

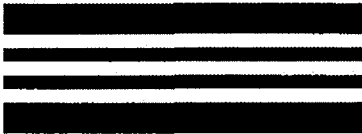
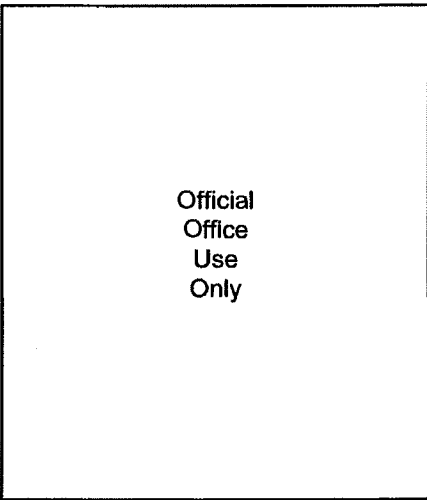
List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list

The date of covering a "short sale" is deemed to be the date of purchase of VeriFone common stock. The date of a "short sale" is deemed to be the date of sale of VeriFone common stock

Copies of broker confirmations or other documentation of your transactions in VeriFone Publicly Traded Securities should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim

NOTICE REGARDING ELECTRONIC FILES. Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-888-283-8026 to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data





Official Office Use Only

UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA In re VeriFone Holdings, Inc. Securities Litigation, Master File No. 3:07-cv-06140-EMC

Must Be Postmarked on or before January 29, 2014

PROOF OF CLAIM AND RELEASE

VERIFONE

Please Type or Print in the Boxes Below Do NOT use Red Ink, Pencil, or Staples



PART I: CLAIMANT IDENTIFICATION

Last Name M.I. First Name

Last Name (Co-Beneficial Owner) M.I. First Name (Co-Beneficial Owner)

IRA Joint Tenancy Employee Individual Other Company Name (Beneficial Owner - If Claimant is not an Individual) or Custodian Name if an IRA (specify)

Trustee/Asset Manager/Nominee/Record Owner's Name (If Different from Beneficial Owner Listed Above)

Account#/Fund# (Not Necessary for Individual Filers)

Social Security Number Taxpayer Identification Number or

Telephone Number (Primary Daytime) Telephone Number (Alternate)

Email Address

MAILING INFORMATION

Address

Address

City State Zip Code

Foreign Province Foreign Postal Code Foreign Country Name/Abbreviation

FOR CLAIMS PROCESSING ONLY OB CB ATP KF ICI BI DR EM FI MI ND OP RL SH



**PART II. SCHEDULE OF TRANSACTIONS IN VERIFONE PUBLICLY TRADED SECURITIES
COMMON STOCK**

A. Number of shares of VeriFone common stock held at the close of trading on August 30, 2006: Proof Enclosed?
 Y
 N

B Purchases of VeriFone common stock (August 31, 2006 – June 30, 2008, inclusive).

PURCHASES				Total Purchase Price (Excluding Commissions, Taxes and Fees) Please round off to the nearest whole dollar	Proof of Purchase Enclosed?																				
Trade Date(s) of Shares (List Chronologically)		Number of Shares Purchased																							
M	M	D	D	Y	Y	Y	Y																		
1.														\$											<input type="radio"/> Y <input type="radio"/> N
2.														\$											<input type="radio"/> Y <input type="radio"/> N
3.														\$											<input type="radio"/> Y <input type="radio"/> N
4.														\$											<input type="radio"/> Y <input type="radio"/> N
5.														\$											<input type="radio"/> Y <input type="radio"/> N

IMPORTANT. (i) If any purchase listed covered a "short sale," please mark Yes Yes
 (ii) If you received shares through an acquisition or merger, please identify the date, the share amount and the company acquired:

M M D D Y Y Y Y Merger Shares: Company

/ /

C. Sales of VeriFone common stock (August 31, 2006 – June 30, 2008, inclusive):

SALES				Total Sales Price (Excluding Commissions, Taxes and Fees) Please round off to the nearest whole dollar	Proof of Sales Enclosed?																				
Trade Date(s) of Shares (List Chronologically)		Number of Shares Sold																							
M	M	D	D	Y	Y	Y	Y																		
1.														\$											<input type="radio"/> Y <input type="radio"/> N
2.														\$											<input type="radio"/> Y <input type="radio"/> N
3.														\$											<input type="radio"/> Y <input type="radio"/> N
4.														\$											<input type="radio"/> Y <input type="radio"/> N
5.														\$											<input type="radio"/> Y <input type="radio"/> N

D. Number of shares of VeriFone common stock held at the close of trading on April 1, 2008: Proof Enclosed?
 Y
 N

E. Number of shares of VeriFone common stock held at the close of trading on June 30, 2008: Y
 N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.
 YOU MUST READ AND SIGN THE RELEASE ON PAGE 7 FAILURE TO SIGN THE RELEASE
 MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM



PART II. SCHEDULE OF TRANSACTIONS IN VERIFONE PUBLICLY TRADED SECURITIES (CONT.)

OPTIONS

PURCHASES/REPURCHASES

F. I made the following purchase/repurchase of options on VeriFone common stock during the period from August 31, 2006 through June 30, 2008, inclusive.

Option Type	Date(s) of transaction (MM/DD/YY)	Number of option contracts acquired	Expiry Date (MM/YY)	Strike Price	Transaction price per option contract	[X]expired [A]ssigned [E]xercised	Proof of transaction Enclosed?
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N

SALES/WRITTEN

G. I made the following sales/written options on VeriFone common stock during the period from August 31, 2006 through June 30, 2008, inclusive:

Option Type	Date(s) of transaction (List Chronologically) (MM/DD/YY)	Number of option contracts acquired	Expiry Date (MM/YY)	Strike Price	Transaction price per option contract	[X]expired [A]ssigned [E]xercised	Proof of transaction Enclosed?
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
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<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N
<input type="radio"/> Put <input type="radio"/> Call							<input type="radio"/> Y <input type="radio"/> N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page. YOU MUST READ AND SIGN THE RELEASE ON PAGE 7. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.



IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of California, with respect to my (our) claim as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim (including transactions in other VeriFone securities) if requested to do so. I (We) have not submitted any other claim covering the same purchases or sales of VeriFone Publicly Traded Securities during the Class Period and know of no other person having done so on my (our) behalf.

V. RELEASE

1 I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the "Released Persons," defined as each and all of the Defendants and their Related Parties. "Related Parties" means each of a Defendant's past or present directors, officers, employees, partners, insurers, co-insurers, reinsurers, controlling shareholders, attorneys, accountants or auditors, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, agents, assigns, spouses, heirs, executors, estates, administrators, related or affiliated entities, any entity in which a Defendant has a controlling interest, any members of any Individual Defendant's immediate family, or any trust of which any Individual Defendant is the settlor or which is for the benefit of any Individual Defendant's family.

2. "Released Claims" means any and all claims, debts, demands, disputes, rights, causes of action, suits, matters, damages, or liabilities of any kind, nature, and character whatsoever (including, but not limited to, any claims for damages, interest, attorneys' fees, expert or consulting fees, and any and all other costs, expenses or liabilities whatsoever), whether under federal, state, local, statutory, common law, foreign law, or any other law, rule or regulation, whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, including Unknown Claims (collectively, "Claims"), that both (1) concern, arise out of, relate to, or are based upon the purchase of VeriFone Publicly Traded Securities during the Class Period and (2) were asserted or could have been asserted by Lead Plaintiff or any Class Member against any of the Released Persons in this Action. Released Claims do not include any derivative claims.

3. "Unknown Claims" means any Released Claims which Lead Plaintiff or any Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Persons which, if known by him, her, or it, might have affected his, her, or its settlement with and release of the Released Persons, or might have affected his, her, or its decisions with respect to this settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiff shall expressly waive and relinquish, and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished, the provisions, rights, and benefits of California Civil Code §1542, which provides.

A general release does not extend to claims which the creditor does not know or suspect to exist in his or her favor at the time of executing the release, which if known by him or her must have materially affected his or her settlement with the debtor.

Lead Plaintiff shall expressly waive and relinquish, and each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished, any and all provisions, rights, and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. Lead Plaintiff and Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but Lead Plaintiff upon the Effective Date shall expressly, fully, finally, and forever settle and release and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. Lead Plaintiff acknowledges, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

4. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

5. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in VeriFone Publicly Traded Securities which occurred during the Class Period as well as the number of shares of VeriFone common stock held by me (us) at the close of trading on August 30, 2006, April 1, 2008, and June 30, 2008.



I (We) declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct

Executed this _____ day of _____ in _____
(Month/Year) (City/State/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser, Executor or Administrator)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist.

- 1. Please sign the above release and declaration.
- 2. If this claim is being made on behalf of Joint Claimants, then both must sign
- 3. Remember to attach copies of supporting documentation, if available
- 4. **Do not send** originals of certificates
- 5. Keep a copy of your claim form and all supporting documentation for your records

- 6. If you desire an acknowledgment of receipt of your claim form please send it Certified Mail, Return Receipt Requested
- 7. If you move, please send your new address to

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040
1-888-283-8026

- 8. **Do not use red pen or highlighter** on the Proof of Claim form or supporting documentation.

**THIS PROOF OF CLAIM MUST BE POSTMARKED NO LATER THAN JANUARY 29, 2014
AND MUST BE MAILED TO:**

VeriFone Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040
1-888-283-8026



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Exhibit C



3301 Kerner Blvd.
San Rafael, CA 94901
P: (415) 461-0410
F: (415) 461-0412

October 30, 2013

«FirstName» «LastName»
«Company»
«Addr1»
«Addr2»
South Bend, IN 46601
«FCountry»

Re: VeriFone Securities Litigation

Dear «GENDER» «LastName»:

Please find enclosed the Notice of Proposed Settlement of Class Action and Proof of Claim and Release for the above referenced litigation. Please note both the class period and the designated eligible securities described on page one of the Notice, specifically the inclusion of all persons who purchased VeriFone Systems, Inc. common stock and put and call options on any domestic or foreign exchange or otherwise during the period from August 31, 2006 to April 1, 2008, inclusive. In addition, **the Notice provides that the Exclusion Deadline is December 30, 2013, and that the Claim Filing Deadline is January 29, 2014.**

Please pay particular attention to the "Special Notice to Banks, Brokers and Other Nominees" on page eight of the Notice. Please do not make your own copies of the Proof of Claim Form, as copies may not be accepted for processing. Additional copies of the appropriate documents may be requested by contacting us at the above address and/or phone number.

If we conduct the necessary mailing on your behalf, please submit names and addresses either via email to Notifications@Gilardi.com, via CD Rom to the above address or contact Matt Markham at (415) 458-3015 to obtain secure FTP transmission instructions. Mailing labels will be accepted, but you may be requested to provide an additional copy of the address information you send. Do not include any confidential information that should not appear on a mailing label.

The data provided must be in one of the following formats:

- ASCII Fixed Length file
- ASCII Tab Delimited file
- Microsoft Excel spreadsheet

Your request must also specify the case name and Control Total(s) (for example, the total number of name and address records provided) for each file submission. Please refer to the attached file format guidelines to ensure your data is processed without delays.

If you have any questions, please call Matt Markham at (415) 458-3015.

Sincerely,

Gilardi & Co. LLC

ASCII Fixed Length – File Submission Guidelines

In the interest of ensuring the highest degree of data integrity, the preferred file format for all data submission is the ASCII Fixed Length or ASCII Tab Delimited file format, in the following layout.

Please be sure to specify the case name and Control Totals, for example, the total number of accounts provided in all accompanying files.

Field	Length	Starting Position	Ending Position	Type	Description
First Name	30	1	30	Character	Primary account holder first name
Last Name	30	31	60	Character	Primary account holder last name
Name2	30	61	90	Character	Secondary name(s)
Name3	30	91	120	Character	Secondary name(s)
Name4	30	121	150	Character	Secondary name(s)
Address 1	30	151	180	Character	First address line
Address 2	30	181	210	Character	Second address line
City	30	211	240	Character	
State	2	241	242	Character	
Zip Code	5	243	247	Character	
Foreign Province	30	248	277	Character	
Foreign Zip Code	10	278	287	Character	
Foreign Country	30	288	317	Character	
E-mail Address	75	318	392	Character	
CUSIP	15	393	407	Character	CUSIP number of the security traded.

Sample File Screen Shot

```

GWD Text Editor - [UNITData Submission\SampleData\FixedLength.txt]
File Edit Search View Project Home Tools Plugins Font Options Window Help
SampleData\FixedLength.txt
1 Bob.C.....Billy.....c/o Acme Inc.....12
2 Johnny.....Doe.....Doe Family Trust.....c/o Trading Co.....95
3 John.....Smith IRA.....98
4 Mary.....Smith.....Sam Smith.....Smith Family Trust.....15
5
Ln 1 Col 1 Out 66 Lines 5 Inset DOS

```

ASCII Tab Delimited – File Submission Guidelines

Field	Length	Type	Description
First Name	30	Character	Primary account holder first name
Last Name	30	Character	Primary account holder last name
Name2	30	Character	Secondary name(s)
Name3	30	Character	Secondary name(s)
Name4	30	Character	Secondary name(s)
Address 1	30	Character	First address line
Address 2	30	Character	Second address line
City	30	Character	
State	2	Character	
Zip Code	5	Character	
Foreign Province	30	Character	
Foreign Zip Code	10	Character	
Foreign Country	30	Character	
E-mail Address	75	Character	
CUSIP	15	Character	CUSIP number of the security traded.

Sample File Screen Shot

```

GWD Text Editor - [U:\IT\Data Submission\SampleData\ASCIITabDelimited.txt]
File Edit Search View Project Macro Tools Plugins Font Options Window Help
SampleDataASC
1 FirstName» LastName» Name2» Name3» Name4» Address1» Address2» City» State» Zip» ForeignProvince»ForeignZipCode» Foreign
2 Bob»C» Billy» c/o»Acme»Inc» » » 1234»Main»Street» » San»Francisco» Ca» 91234» » » » bbilly@xyz.com»
3 Johnny» Doe» Doe»Family»Trust» c/o»Trading»Co» » 999»Front»Street» Suite»500» San»Jose» Ca» 94321» » »
4 John» Smith»IRA» » » 9876»Main»8Lvd.»» Edmonton» » » Alberta»T6R»2J7»Canada» jsmith@xyz.com» 26816010
5 Mary» Smith» Sam»Smith» Smith»Family»Trust» » 158»Sternstrasse» » Hamburg»» » » 22609» Germany»mssmith@
6 ¶
Ln 1 Col 1 0x45,70 Lines 6 Inset DOS

```

Microsoft Excel - File Submission Guidelines

Please only use Microsoft Excel file format if submitting data in ASCII Fixed Length or ASCII Tab Delimited file formats is not feasible. However, if your data exceeds 65,536 rows (the maximum Excel page limit), then an ASCII Fixed Length or ASCII tab delimited file is required.

Please be sure to specify the case name and Control Totals, for example, the total number of accounts provided in all accompanying files.

Field	Cell Format	Maximum Length	Description
First Name	Text	30	Primary account holder first name
Last Name	Text	30	Primary account holder last name
Name2	Text	30	Secondary name(s)
Name3	Text	30	Secondary name(s)
Name4	Text	30	Secondary name(s)
Address 1	Text	30	First address line
Address 2	Text	30	Second address line
City	Text	30	
State	Text	2	
Zip Code	Text	5	
Foreign Province	Text	30	
Foreign Zip Code	Text	10	
Foreign Country	Text	30	
E-mail Address	Text	75	
CUSIP	Text	15	CUSIP number of the security traded.

Sample File Screen Shot

The screenshot shows a Microsoft Excel spreadsheet with the following data:

	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O
	First Name	Last Name	Name2	Name3	Name4	Address1	Address2	City	State	Zip Code	Foreign Province	Foreign Zip Code	Foreign Country	E-mail Address	CUSIP
2	Bob	C Billy	c/o Acme Inc			1234 Main Street		San Francisco	Ca	91234				bbilly@xyz.com	26816Q101
3	Johnny	Doe	Doe Family Trust	c/o Trading Co		999 Front Street	Suite 500	San Jose	Ca	94321				doe@abc.com	26816Q101
4	John	Smith	IRA			9876 Main Blvd.		Edmonton			Alberta	T6R 2T7	Canada	jsmith@xyz.com	26816Q101
5	Mary	Smith	Sem Smith	Smith Family Trust		158 Sternstrasse		Hamburg				22609	Germany	mssmith@abc.com	26816Q101
6															
7															
8															
9															
10															

EXHIBIT D

INVESTOR'S BUSINESS DAILY®

Affidavit of Publication

Name of Publication: Investor's Business Daily
Address: 12655 Beatrice Street
City, State, Zip: Los Angeles, CA 90066
Phone #: 310.448.6700
State of: California
County of: Los Angeles

I, **Stephan Johnson**, for the publisher of **Investor's Business Daily**, published in the city of **Los Angeles**, state of **California**, county of **Los Angeles** hereby certify that the attached notice for **Gilardi & Co. LLC** was printed in said publication on the following date:

November 5th, 2013: VERIFONE HOLDINGS, INC. SECURITIES LITIGATION

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 5th day of November, 2013,

by *Stephan Johnson*, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature *Richard C. Brand II* (Seal)



0 050 MetLife Inc 0 275 West Corporation 0 225

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

In re VERIFONE HOLDINGS, INC. SECURITIES LITIGATION) Master File No. 3:07-cv-06140-EMC

CLASS ACTION

This Document Relates To:

SUMMARY NOTICE

ALL ACTIONS.

TO: ALL PERSONS WHO PURCHASED VERIFONE SYSTEMS, INC. (F/K/A VERIFONE HOLDINGS, INC.) ("VERIFONE") COMMON STOCK AND/OR VERIFONE PUT AND CALL OPTIONS BETWEEN AUGUST 31, 2006 AND APRIL 1, 2008, INCLUSIVE

YOU ARE HEREBY NOTIFIED that pursuant to an Order of the United States District Court for the Northern District of California, a hearing will be held on February 6, 2014, at 1:30 p.m., before the Honorable Edward M. Chen, United States District Judge, at the United States District Court for the Northern District of California, 450 Golden Gate Avenue, Courtroom 5-17th Floor, San Francisco, CA 94102, for the purpose of determining: (1) whether the proposed settlement of the Litigation for the sum of \$95,000,000 in cash should be approved by the Court as fair, reasonable, and adequate; (2) whether, thereafter, this Litigation should be dismissed with prejudice against the Defendants as set forth in the Stipulation of Settlement dated as of August 9, 2013; (3) whether the Plan of Allocation of settlement proceeds is fair, reasonable, and adequate and therefore should be approved, and (4) the reasonableness of the application of Lead Counsel for the payment of attorneys' fees and expenses incurred in connection with this Litigation, together with interest thereon.

If you purchased VeriFone common stock or VeriFone put and call options between August 31, 2006 and April 1, 2008, inclusive, on any domestic or foreign exchange or otherwise, your rights may be affected by this Litigation and the settlement thereof. If you have not received a detailed Notice of Proposed Settlement of Class Action and a copy of the Proof of Claim and Release form, you may obtain copies by writing to *VeriFone Securities Litigation*, Claims Administrator, c/o Gilardi & Co LLC, P.O. Box 8040, San Rafael, CA 94912-8040, or by downloading this information at www.verifonesettlement.com. If you are a Class Member, in order to share in the distribution of the Net Settlement Fund, you must submit a Proof of Claim and Release form postmarked no later than January 29, 2014, establishing that you are entitled to a recovery. You will be bound by any judgment rendered in the Litigation unless you request to be excluded, in writing, to the above address, postmarked by December 30, 2013.

Any objection to any aspect of the settlement must be filed with the Clerk of the Court no later than December 30, 2013.

PLEASE DO NOT CONTACT THE COURT OR THE CLERK'S OFFICE REGARDING THIS NOTICE.

DATED: October 16, 2013

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

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THE LEADERS

LARKSPUR DESIGN GROUP

Affidavit of Publication

I, Eric Balzer, as Media Specialist for Larkspur Design Group in San Rafael, California, hereby certify that I caused the attached notice for Gilardi & Co. LLC to be published as a press release by the following wire service:

Name of Publication: Business Wire
Address: 44 Montgomery Street, 39th Floor
City, State, Zip San Francisco, CA 94104
Phone #: 415.986.4422
State of: California

The press release was distributed to the following media circuits offered by the above referenced wire service:

- 1. US National Newline

I, Eric Balzer, as Media Specialist for Larkspur Design Group in San Rafael, California hereby certify that I caused the attached **Verifone Securities Litigation** notice for Gilardi & Co. LLC to be released on the following dates:

November 5, 2013

Eric A. Balzer
Signature

Eric A. Balzer
Print Name

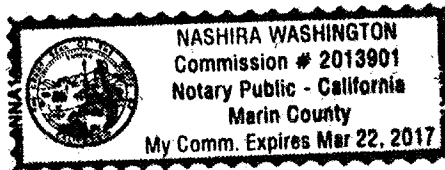
12-4-2013
Date

State of: California
County of: Marin

Subscribed and sworn to before me on this 4th day of December, 2013, by Eric Balzer, who proved to me on the basis of satisfactory evidence to be the person who appeared before me.

WITNESS my hand and official seal

Nashira Washington
Signature of Notary Public



PUBLICITAS NORTH AMERICA, INC.

*330 Seventh Avenue, 18th floor
New York, NY 10001
Tel. (212) 599-5057 Fax (212) 599-8298*

November 7, 2013

**LARKSPUR DESIGN GROUP LL
3301 KERNER BOULEVARD
SAN RAFAEL, CA 94901**

RE: VERIFONE SECURITIES LITIGATION

To whom it may concern:

In our capacity as exclusive U.S. representative for GLOBES, we confirm the insertion on 6 NOV 13 of an advertisement entitled, VERIFONE SECURITIES, on behalf of the above listed client.

PUBLICITAS NORTH AMERICA INC.

*James Allen
Traffic Coordinator*

**Publicitas North America, Inc.
330 Seventh Avenue, 5th floor
New York, NY 10001**

מכרזים

בלגים יום ד'ה' | ג'ד' בכסלו תשע"ד | 76 בנובמבר 2013

בית המשפט המחוזי של ארצות הברית
המחוז הצפוני של קליפורניה

קובץ ראשי מס':
3 07-cv-06140-EMC

VERIFONE HOLDINGS INC.
בניגוש: VERIFONE SECURITIES LITIGATION

אל כל רוכשי המניה הרגילה של VERIFONE SYSTEMS, INC (F/K/A VERIFONE HOLDINGS, INC) ("VERIFONE") ("INC") ולא אופציות מכר ורכש (PUT AND CALL) של VERIFONE בין התאריכים 31 באוגוסט 2006 ו-1 באפריל 2008, כולל

הנכם מודיעים קליפורניה, יתיקים שימוע בתאריך 6 במרץ 2014, בשעה 13:30, בפני כבוד השופט המחוזי של ארצות הברית, אדוארד ג'ון, בבית המשפט המחוזי בארצות הברית של המחוז הצפוני של קליפורניה, כתובות: Golden Gate Avenue 450, באלום 5 בקומה 17, סן פרנסיסקו, CA 94102, רשם הכרעה בסוגיות להלן (1) אם ההסדר המוצע שנקבע בהודעת שכתבתי לצי של בית המשפט המחוזי בארצות הברית של המחוז הצפוני של ליד המשפט, בסכום של 95,000,000 דולר כמובן, צריך לקבל את אישור בית המשפט על כך שהוא נהוג, סביר והולם, (2) אם, בהתאם לכך, יש ללחוץ את הליך המשפטי בעל משוא פנים נגד התבעים במפורט בחתאי ההסדר מתאריך 9 באוגוסט 2013, (3) אם חלוקת התמורה בהסדר היא הוגנת, סבירה והולמת, ולפיכך יש לאשרה, וכן (4) מידת הסבירות של הדרישה לתשלום שנהגו הפרקליט המייצג הראשי בפני שר התורה והתעמולה והתעמולה שתלים בליך משפטי זה, בתוספת ריבית

אם רכשתם מניות רגילות או אופציות מכר ורכש של Verifone בין התאריכים 31 באוגוסט 2006 ו-1 באפריל 2008, כולל, באמצעות כל בורסה לניירות ערך, קופיט או זרה, או בדרך אחרת, הכוונת שלכם עשויה להיות מטעפוע מהליך משפטי זה. אם לא קיבלתם הודעה מפורטת של ההסדר המוצע של הרכיבה הישגית, ותואיל של נוסף "הודעה בריחה וריחור" (Proof of Claim and Release), ניתן לקבל שתיקים באמצעות מנייה בכתב לכתובת: VenFnc Securities Litigation, Claims Administrator, c/o Glanrd & Co L.L.C, P.O. Box 8040, San Rafael, CA 94912-8040 או על ידי הורדתה המידע מהמכתובת האתר www.verifonesettlement.com אם אתה חוק מתיבעה קבוצתית, על מנת שחובך לזיחוח שותף בחלוקת קרן ההסדר (Net Settlement) (Fund) עדיך להגיש טופס "הוכחת תביעה וריחור" בזמרו, לא יאוחר מתאריך 29 בינואר 2014, והקובע כי את נציג לחזרה תורה היצריע על ידי כל פסק דין שיתכן בליך המשפט אלא אם כן תבקש שיהא להיכלל, בפניה בכתב לכתובת לעיל, אשר תשלח בזמרו לא מאוחר מתאריך 30 בדצמבר

כך התנגדות לכל הדבר של ההסדר, יש להגיש לפקיד בית המשפט לא יאוחר מתאריך 30 בדצמבר 2013

אך לפנות לבית המשפט או למשרדי מקיד בית המשפט בנוגע לתדעיה זו
תאריך 16 באוקטובר 2013
על-פי צו בית המשפט
בית המשפט המחוזי של ארצות הברית
המחוז הצפוני של קליפורניה

וויטסמוק תוכנה בע"מ
כינוס אסיפה כללית מיוחדת של וויטסמוק תוכנה בע"מ ("החברה")
החברה מודיעה בזאת, על כינוס אסיפה כללית מיוחדת ("האסיפה"), שתתקיים ביום ב', 16 בדצמבר 2013, בשעה 11:00, במשרדי החברה בכתובת קהילת סלוניקי 11, תל-אביב. אם לא ימצא מניין חוקי, תדחה האסיפה בשבוע ימים, ליום ב', 23 בדצמבר 2013, ותיערך באותה שעה ובאותו מקום

1. **על סדר היום**
אישור מדיניות התגמול של החברה.

2. **המועד הקובע**
המועד הקובע לקביעת זכאות בעל מניה לעניין הזכות להצביע באסיפה כללית בהתאם לטענין 182 לחוק החברות ותקנה 3 לתקנות החברות (הצבעה בכתב והודעות עמדה), תשס"ה-2005 הינו יום א', 14 בנובמבר 2013 ("המועד הקובע"). אם לא יתקיים מסחר במועד הקובע, אזי היום הקובע יהיה יום חמשה אחרון שקדם למועד זה.

3. **הצבעה באמצעות כתב הצבעה והודעות עמדה**
בעלי מניות רשאים להצביע ביחס להחלטת המפורטת בסעיף 1 לעיל, באמצעות כתב הצבעה. את כתב הצבעה יש להמציא למשרדי החברה, על פי הכתובת לעיל, באופן שכתב הצבעה יגיע למשרדי החברה לא יאוחר מ- 72 שעות לפני מועד כינוס האסיפה, דהיינו יום ו', 13 בדצמבר 2013. המועד האחרון להמצאת הודעות עמדה לחברה הינו עד 10 ימים לאחר המועד הקובע, דהיינו יום ד', 24 בנובמבר 2013.

4. **הדוח מייד שפורסם באתר ההפצה**
לדיוח מייד שפרסמה החברה בקשר עם הזימון לאסיפה הכללית ראו באתר ההפצה בכתובת האינטרנט www.magna.isa.gov.il.

באתר רב,
וויטסמוק תוכנה בע"מ

MAGEN DAVIS ADOM IN ISRAEL

מגן דביר אדום בישראל

מכרז מס' 26-13

הזמנת להציע הצעות

לפתח שירותי יעוץ ותכנון אדריכלי לפרויקט הקמת מרכז שירותי הדם ומרכז לוגיסטי של אגודת מגן דביר אדום בישראל

אגודת מגן דביר אדום בישראל (להלן "מגן דביר" או "המומיה") ממונה בזאת הצעות לטמן שירותי יעוץ ותכנון אדריכלי לפרויקט הקמת מרכז שירותי הדם ומרכז לוגיסטי של אגודת מגן דביר אדום בישראל, והכל לפי התנאים המפורטים במסמכי המכרז ובנספחים לו

הטיפול בהצעת ובדיקתן עשה במסגרת של **מכרז פתוח** עפיי העקרונות שיפורטו להלן ובהתאם לגודש עפיי חוק חובת המכרזים, תשנ"ב - 1992 (להלן "חוק") והתקנות שחוצאו מכוחו, אם ובמידה שודש ההשתתפות במכרז מתנית בהצעות מפורטות במסמכים המפורטים להלן. **תקנות חובת המכרזים** תשנ"ב 1992, וכן בתנאי סף נוספים כמפורט במסמכי המכרז, אשר **מתייחסים** כולקמן

א. המציע יהיה חברה בע"מ המאוגמת ורשומה בד"ר על פי דיוני ישראל בלבד, או עסק מורשה

ב. על המציע להגיש את הצעתו בנושא ההצעה המוצרף כמפורט אי למסמכי המכרז. על ההצעה להיות בתוקף למשך ששה חודשים מהמועד הקבוע להגשת הצעות והתיה הנתת להארכה באופן חד צדדי על ידי מדיא לתקופה נוספת של ששה חודשים

ג. המציע ו/או נציג המורשה ושתתף בנוס מציעים לצורך התנת המרוקט, אשר יתיקים ביום 24/11/2013 בשעה 11:00 במרכז שירותי הדם של מגן דביר אדום **במתחם בית החולים תל השומר**, בשלב ב' של הכנס, מיד לאחר הכינוס במרכז שירותי הדם, ותיקים סידור אבחר המציע לפרויקט כמתחם "ירושלים דודים" בעיר רמלה. ידגיש כי השתתפות בנוס בסידור מרואה תטא הכרוז לצורך השתתפות במכרז תנאי מקדים להשתתפות בנוס הספקים היא ורשמת מסמכי המכרז. לקראת כנס זה יעביר המציע ו/או נציג המורשה את פרטי לשם הצעות אישור ביטחוני

ד. המציע מעסיק שמונה אדריכלים לכל הפחות, אשר הינם אדריכלים רשומים בנסקס המתגדסים והאדריכלים (להלן "המגדסים והאדריכלים"), לרוח המתגדסים והאדריכלים, תשנ"ה 1958 (להלן "יחיק המתגדסים והאדריכלים"), וכן הנוס בעלי תעודת אדריכל רשום בעני ארכיטקטורה, בהתאם להוראות טענין 11 לחוק המתגדסים והאדריכלים, כשרתעודה האמורה תקפה על שם האדריכל הרשום, נכון למועד האחרון להגשת ההצעות

ה. האדריכלים הנוס בעלי ותק מקצועי באדריכלות ובינוי ערים, של לפחות 5 שנים רצופות המסתיימות במועד האחרון להגשת הצעות

ו. להכנתה חתקשרות המציע עם המומיה במקרה של זכיית המציע, על המציע להגיש ערבות בנקאית אוטוטוטת בשקלים חרדשים בלתי מתנית צמודה למד המחיריים לצרכן הדיוע של חרדש 11/2013 שפורסם ביום 24/12/2013 סכד של 50,000 ש"ח (להלן "יחיסות ההצעה") בנוס זהו ומדויק לטח המצורף כנספח ב' לחווה החתקשרות. ערבות ההצעה תהיה לטובת המומיה. חוק ערבות יהיה עד ליום 19/6/2014 והמוציע ישא בגלולה

ז. רכישת המסמכים יהיה תנאי סף לשם התמודדות במכרז

ח. האמור לעיל יהיה מירוש חלקי בלבד. מירוש מלא ומתייב על תנאי חקף מופיע בהזמנה להציע הצעות אשר מרואה חלק מנסמכי המכרז

את מסמכי המכרז ניתן לרכש החל מיום 10/11/2013 בשעה 10:00 במשרדי מדיא בדחוב יגאל אלון 53 קומה 6 (מתי ביום) בתל אביב בשעות החכדה, תמורת תשלום סכד 450 ₪ (בממלים: ארבע מאות וחמשים שקלים חרדשים). ניתן לעיין במסמכי המכרז, ללא תשלום, החל מ 10/11/2013 בשעה 10:00, במשרדי מדיא בדחי יגאל אלון 53 קומה 6 (מתחלקת בינוי ונוכסיום) בתל אביב

את ההצעות יש להגיש במעטפה חתומה לניסן ההצעות **למחנה** מיכרו מגן דביר אדום, רח' יגאל אלון 60, תל-אביב, בחרוזי של המעטפה ול המכרזים בקומה ענייה חרדש מס' 36 עד ליום 19/12/2013 שעה 14:00 ולעניין על גבי המעטפה, ככרו מספר 26-13 אין לעיין את שם המציע, או כל פרט מרואה אחר, על גבי המעטפה, או בכל מקום אחר הרוא לעין הצעה שתתקבל לצורך המועד הנקוב לעיל, ויפסל מבלי שתיתפת מרואה, כי משלוח הצעה בדואר או בכל זדן אחרת, שאינה מסירה ביזית לחיבת ההצעות, אינו עונה על דרישות המכרז, והינו על אחריותו הבלעדית של המשתתף.

מדיא שומרת לעצמה את הזכות לדחות את מעד ההמשה לתקופה נוספת בהתאם לשיקול דעתה במקרה זה, תודיע מדיא על כוונתה זו לכל המציעים המשתתפים במכרז בכל מקרה של פתיחה בין האמור במודעה זו לבין האמור במסמכי המכרז, ויחייב האמור במסמכי המכרז פרטים נוספים וניתן לקבל אצל מאיר פרץ, מנהל מחלקת בינוי ונוכסיום, דואר אלקטרוני meirp@mida.org.il כתובת מרכז מגן דביר אדום, רח' יגאל אלון 60, תל-אביב

אנדימד בע"מ ("החברה")
מודעה בדבר כינוס אסיפה כללית מיוחדת של בעלי מניות החברה

החברה מודיעה בזאת על זימון אסיפה כללית מיוחדת של בעלי המניות של החברה ("האסיפה") אשר תתכנס ביום ב', 17 בדצמבר 2013, בשעה 16:00, במשרדי החברה ברחוב ברקת 7 שבאזור התעשייה הצפוני קיסריה ("משרדי החברה") ו**שעל סדר יומה:** אישור מדיניות תגמול נושאי משרה בחברה בהתאם להוראות חוק החברות (תיקון 20) התשע"ג-2012 ("מדיניות התגמול" ו-"תיקון 20", בהתאמה), כפי שאושרה על ידי דירקטוריון החברה ביום 6 בנובמבר 2013 ובהתאם להמלצת ועדת התגמול מיום 4 בנובמבר 2013, למשך שלוש שבועים מיום אישורה על ידי האסיפה הכללית, לפירוט נוסף אודות הנושאים המובאים בפני האסיפה והנימוקים להם ראו **דיווח מייד בדבר כינוס האסיפה, שפורסם ביום 7 בנובמבר, 2013, מסי אסמכמ 184590-01-2013**, שעותק ממנו ניתן למצוא באתר רשות ניירות ערך <http://www.magna.isa.gov.il> ובאתר הבורסה לניירות ערך בתל אביב בע"מ <http://maya.fase.co.il> ("דיווח זימון האסיפה" ו "אתרי ההפצה", בהתאמה).

המועד הקובע לקביעת זכאות בעל מניה בחברה להצביע באסיפה הינו יום ה' 14 בנובמבר 2013, בתום יום המסחר ("המועד הקובע").

מועד אסיפה נדחית, ככל שתתקיים, הינו יום ג' 24 בדצמבר 2013, שעה 16:00 במשרדי החברה.

הצבעה באמצעות כתב הצבעה: בעל מניות רשאי להצביע באמצעות כתב הצבעה ביחס להחלטת שעל סדר היום נוסח כתב הצבעה צורף לדוח זימון האסיפה ניתן למצוא את נוסח כתב הצבעה והודעות העמדה (ככל שתהיינה) באתרי ההפצה.

המועד האחרון להמצאת הודעות עמדה לחברה: עד 10 ימים לאחר המועד הקובע. המועד האחרון להמצאת תגובת דירקטוריון להודעות העמדה:

לא יאוחר מ-5 ימים לאחר המועד האחרון להמצאת הודעות עמדה לחברה.

המועד האחרון להמצאת כתב הצבעה לחברה: עד 72 שעות לפני מועד כינוס האסיפה הכללית.

החברה אינה מקיימת הצבעה באמצעות האינטרנט.

ענין במסמכים: עותק של הדוח המייעל על זימון האסיפה עומד לעיין במשרדי החברה, בימים א-ה, בשעות העבודה המקובלות, לאחר תיאום מראש (טל. 04-6309100) וזאת עד למועד כינוסה של האסיפה הכללית.

CERTIFICATE OF SERVICE

I hereby certify that on December 16, 2013, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on December 16, 2013.

s/ CHRISTOPHER P. SEEFER
CHRISTOPHER P. SEEFER

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