

Adams Jesse
Form 4
February 03, 2006

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Adams Jesse

2. Issuer Name and Ticker or Trading Symbol
VeriFone Holdings, Inc. [PAY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2006

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Exec. VP, N. America Sales

C/O VERIFONE HOLDINGS, INC., 2099 GATEWAY PLACE, SUITE 600

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

SAN JOSE, CA 95110

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock, par value \$0.01 per share	02/01/2006		S ⁽¹⁾	132	D	\$ 25.56	202,443	D
Common Stock, par value \$0.01 per share	02/01/2006		S ⁽¹⁾	132	D	\$ 25.59	202,311	D
Common Stock, par value \$0.01	02/01/2006		S ⁽¹⁾	364	D	\$ 25.6	201,947	D

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per share

Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	132	D	\$ 25.62	201,815	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	185	D	\$ 25.65	201,630	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	211	D	\$ 25.66	201,419	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	106	D	\$ 25.68	201,313	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	132	D	\$ 25.69	201,181	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	185	D	\$ 25.7	200,996	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	26	D	\$ 25.71	200,970	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	185	D	\$ 25.73	200,785	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	132	D	\$ 25.74	200,653	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	106	D	\$ 25.76	200,547	D
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Common
Stock, par
value \$0.01
per share

02/01/2006	<u>S⁽¹⁾</u>	79	D	\$ 25.78	200,468	D
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Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	106	D	\$ 25.79	200,362	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	106	D	\$ 25.8	200,256	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	449	D	\$ 25.83	199,807	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	26	D	\$ 25.84	199,781	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	79	D	\$ 25.85	199,702	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	26	D	\$ 25.87	199,676	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	132	D	\$ 25.88	199,544	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	449	D	\$ 25.9	199,095	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	26	D	\$ 25.91	199,069	D
Common Stock, par value \$0.01 per share	02/01/2006	<u>S⁽¹⁾</u>	27	D	\$ 25.93	199,042	D

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

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SEC 1474
(9-02)

