

## COMVERSE TECHNOLOGY INC/NY/

# Reported by **ALON RAZ**

### FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 01/04/11 for the Period Ending 12/31/10

Address 810 SEVENTH AVENUE

NEW YORK, NY 10019

Telephone 212-739-1000

CIK 0000803014

Symbol CMVT

SIC Code 3661 - Telephone and Telegraph Apparatus

Industry Software & Programming

Sector Technology

Fiscal Year 01/31



[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL OMB Number: 3235-0287 Expires: February 28, 2011 Estimated average burden hours per response... 0.5

## 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(f) of the Investment Company Act of 1940

1. Name and Add	ress of Re	porting P	erson *	2. ]	Issu	er Name	and Ti	cke	er or Tr	adiı	ng Sym			nship of F I applicab	Reporting le)	Person(s)	to Issuer
ALON RAZ						IVERS NY/[(				Ю	GY	X _	_ Dire	ctor		10% (	Owner
(Last)	(First)	(Midd	le)	3. ]	3. Date of Earliest Transaction (MM/DD/YYYY)							Officer (give title below) below)			Other	specify	
2225 EAST B ROAD, SUIT		RE					12/3	1/2	2010								
	(Street)					mendme D/YYYY)	nt, Date	e O	riginal	File	ed		divid able L		nt/Group I	Filing (Che	eck
PALO ALTO (City)	, CA 94. (State)	303 (Zip)													Reporting Per		n
		Table I	- Non-D	eriva	tive	Securit	ies Acq	[ui]	red, Di	spo	sed of,	or Benefi	iciall	y Owned			
1.Title of Security (Instr. 3)				2. Trans. Date Deemed Code Acquired (A) or Execution (Instr. 8) Date, if  Date, if  Date, if  A. Securities Following Reported To (Instr. 3, 4 and 5)				Ownership Form: B Direct (D)	Beneficial Ownership								
						any	Code	v	Amount	(A) or (D)	Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock				12/31/2	2010		М		<b>8000</b> (1)	A	(2)		6	4833		D	
Common Stock				12/31/2	2010		F		<b>2764</b> (3)	D	\$7.26		6	2069		D	
Common Stock				12/31/2	2010		М		10000	A	(2)		7	2069		D	
Common Stock 12				12/31/2	2010	F		3455 (5)	D	\$7.26	68614 <sup>(6)</sup>			D			
Tab	le II - Dei	rivative S	ecuritie	s Ben	efic	ially Ov	vned ( e	. g.	, puts.	cal	lls. war	rants, op	tions	. convert	ible secur	ities)	
1. Title of Derivate Security (Instr. 3)			4. Trans	5. D Se A or or (I	Number of verivative ecurities cquired (A r Disposed f (D) nstr. 3, 4 and 5)	f 6. Date Expira	Ex	ercisable and		7. Title a Securitie Derivativ	Title and Amount of curities Underlying srivative Security str. 3 and 4)			9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial	
				Code	le V (A) (D)	Date Exerci	sabl	Expirate Date	Expiration Title Nu		Amount of Number of Shares			Transaction (s) (Instr. 4)	(4)		
Deferred Stock Award (units)	(7)	12/31/2010		М		8000	12/31/	201	0 12/31/2	2010	Commo Stock	n 8000		(2)	10000	D	
Deferred Stock Award (units)	(7)	12/31/2010		M		10000	12/31/	201	0 12/31/2	2010	Commo Stock	n 10000	)	(2)	0	D	

### **Explanation of Responses:**

- (1) Represents shares of Comverse Common Stock delivered in settlement of a deferred stock award granted on July 14, 2006 that were subject to deferred delivery.
- (2) Not applicable.

- (3) Shares of Comverse Common Stock purchased by Comverse to cover tax liabilities in connection with the delivery of shares in settlement of a deferred stock award granted on July 14, 2006.
- (4) Represents shares of Comverse Common Stock delivered in settlement of a deferred stock award granted on December 5, 2007 that were subject to deferred delivery.
- (5) Shares of Comverse Common Stock purchased by Comverse to cover tax liabilities in connection with the delivery of shares in settlement of a deferred stock award granted on December 5, 2007.
- (6) Includes 7,853 shares of Comverse Common Stock deliverable in settlement of unvested deferred stock awards and 20,000 shares of Comverse Common Stock deliverable in settlement of vested deferred stock awards that are subject to deferred delivery.
- (7) Each unit of the Deferred Stock Award represents a contingent right to receive one share of Comverse Common Stock upon a delivery date following vesting.

**Reporting Owners** 

Paparting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
ALON RAZ								
2225 EAST BAYSHORE ROAD								
	X							
SUITE 219								
PALO ALTO, CA 94303								

#### **Signatures**

/s/ Shefali Shah, as Attorney in Fact for Raz Alon

1/4/2011

\*\* Signature of Reporting Person

Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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