

VeriFone Holdings, Inc.  
Form 8-K  
September 02, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): 09/01/2009**

**VERIFONE HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-32465**

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**2099 Gateway Place, Suite 600**

**04-3692546**  
(I.R.S. Employer  
Identification No.)

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San Jose, CA 95110

(Address of principal executive offices, including zip code)

408-232-7800

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

On September 1, 2009, VeriFone Holdings, Inc. (the Company ) hosted a conference call and webcast to report its financial results for the three months ended July 31, 2009. During the call, the Company presented supplemental financial information regarding its third quarter fiscal 2009 results. A copy of this supplemental financial information is posted on the Company s investor relations website at <http://ir.verifone.com>, and attached hereto as Exhibit 99.1.

This Form 8-K and the attached exhibit are provided under Item 2.02 of Form 8-K and are furnished to, but shall not be deemed filed with, the Securities and Exchange Commission or incorporated by reference into the Company s filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

99.1 Third Quarter Fiscal 2009 Supplemental Financial Information

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VeriFone Holdings, Inc.

Date: September 2, 2009

By: /s/ Albert Liu  
Albert Liu  
Senior Vice President & General Counsel

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| Ex-99.1            | Third Quarter Fiscal 2009 Supplemental Financial Information |