

Angel Isaac
 Form 4
 September 13, 2007

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

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

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 *
 Angel Isaac

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)
 C/O VERIFONE HOLDINGS, 2099
 GATEWAY PLACE, SUITE 600

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/11/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EVP, Global Operations

(Street)
 SAN JOSE, CA 95110

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

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.01 per share | 09/11/2007 | | M | | 15,000 | A | \$ 9.304 |
| Common Stock, par value \$0.01 per share | 09/11/2007 | | S | | 600 | D | \$ 39.77 |
| Common Stock, par value \$0.01 per share | 09/11/2007 | | S | | 1,300 | D | \$ 39.75 |

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| | | | | | | | |
|---|------------|---|-------|---|-------------|--------|---|
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 300 | D | \$ 39.74 | 12,901 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 600 | D | \$ 39.73 | 12,301 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 600 | D | \$ 39.72 | 11,701 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 500 | D | \$ 39.71 | 11,201 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 1,100 | D | \$ 39.7 | 10,101 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 500 | D | \$ 39.69 | 9,601 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 400 | D | \$ 39.68 | 9,201 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 600 | D | \$ 39.67 | 8,601 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 1,300 | D | \$ 39.66 | 7,301 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 3,700 | D | \$ 39.65 | 3,601 | D |
| Common Stock, par value \$0.01 per share | 09/11/2007 | S | 2,000 | D | \$ 39.64 | 1,601 | D |
| | 09/11/2007 | S | 1,500 | D | | 101 | D |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 50% of this stock option vested on October 21, 2005. An additional 25% of this stock option vested on October 21, 2006. An additional 25% of this stock option will vest on October 21, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.