

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Comverse Technology, Inc.		2 Issuer's employer identification number (EIN) 13-3238402	
3 Name of contact for additional information Paul Baker	4 Telephone No. of contact 212-739-1060	5 Email address of contact paul.baker@comverse.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 200 Quannapowitt Parkway		7 City, town, or post office, state, and Zip code of contact Wakefield, MA 01880	
8 Date of action October 31, 2012	9 Classification and description Common Stock		
10 CUSIP number 205862402	11 Serial number(s)	12 Ticker symbol CMVT	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► On October 31, 2012, Comverse Technology, Inc. ("CMVT") distributed 100 percent of the common shares in its wholly owned subsidiary, Comverse Inc. ("CNSI"), to its October 22, 2012 date of record shareholders, on a pro-rata basis. CMVT shareholders received 1 CNSI share for every 10 CMVT shares owned. Fractional shares of CNSI common stock that CMVT shareholders would otherwise have received were aggregated and sold in the open market by the distribution agent at prevailing market prices. The net cash proceeds were distributed ratably to those holders of record of CMVT common shares who would otherwise have received fractional shares of CNSI common stock.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► Pursuant to Section 301(c) of the Internal Revenue Code, a shareholder's basis in each CMVT share owned subsequent to the distribution described in 14 above, should be equal to:

- (1) the basis of such share immediately before the distribution, less
(2) the quotient of the: (i) the fair market value of the CNSI shares received (\$29.38) divided by; (ii) 10; plus
(3) the portion of the distribution taxable as a dividend.

The portion of the distribution taxed as a dividend, if any, will be reported on a Form 1099-DIV.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► U.S. federal income tax law does not specify the method to determine the fair market value of the CNSI stock distributed by CMVT for purposes of determining a CMVT shareholder's remaining basis in its CMVT shares subsequent to the distribution described in 14 above. There are numerous methods to determine the fair market value of the CNSI common shares at the time of the distribution. One method, and the method utilized in 15 above, is to average the high and low trading prices of the CNSI common stock on the NASDAQ on November 1, 2012, the first trading day after the distribution. The high and low trading price of the CNSI common stock on the NASDAQ on November 1, 2012 was \$30.50 and \$28.26, respectively, the average being \$29.38.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
 IRC Section 301(b), Section 301(c)(1), (c)(2) and (c)(3) and Section 301(d)

18 Can any resulting loss be recognized? ► Not applicable

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► CMVT has a tax year end of January 31.

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Date ►

Print your name ► Joel Legon

Title ► SVP Finance

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

Patrick Courtney

11/19/2012

P01629059

Firm's name ► PricewaterhouseCoopers LLP

Firm's EIN ►

13-4008324

Firm's address ► 300 Madison Avenue, New York, NY 10017

Phone no.

(646) 471-0091

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054