

NICE SYSTEMS LTD  
Form 6-K  
May 28, 2015

---

---

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 6-K  
REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13A-16 OR 15D-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2015 (Report No. 5)

Commission File Number: 0-27466

NICE-SYSTEMS LTD.

\_\_\_\_\_  
(Translation of Registrant's Name into English)

\_\_\_\_\_  
22 Zarhin Street, P.O. Box 4122, Ra'anana 43622, Israel  
\_\_\_\_\_

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

NICE Systems Ltd. 22 Zarhin Street, P.O.B. 4122, Ra'anana 43622, Israel Tel: 972-9-775-3777 Fax:  
972-9-743-7446 www.nice.com

---

THE NICE-SYSTEMS LTD. 2008 SHARE INCENTIVE PLAN ATTACHED HERETO AS EXHIBIT 99.1 OF THIS REPORT ON FORM 6-K IS HEREBY INCORPORATED BY REFERENCE INTO NICE-SYSTEMS LTD.'S ("NICE") REGISTRATION STATEMENTS ON FORM S-8 ((REGISTRATION STATEMENT NOS. 333-06784, 333-08146, 333-11842, 333-09350, 333-11154, 333-11112, 333-11113, 333-134355, 333-144589, 333-145981, 333-153230, 333-162110, 333-162795, 333-166364, 333-168100, 333-171165, 333-179408, 333-181375, 333-191176 and 333-199904), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

## CONTENTS

This Report on Form 6-K of NICE consists of the following documents, which are attached hereto and incorporated by reference herein:

- 99.1 Nice-Systems Ltd. 2008 Share Incentive Plan, as amended on May 6, 2015.

## 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, thereunto duly authorized.

NICE-SYSTEMS LTD.

By: /s/ Yechiam Cohen  
Name: Yechiam Cohen  
Title: General Counsel

Dated May 28, 2015

---

EXHIBIT INDEX

99.1 Nice-Systems Ltd. 2008 Share Incentive Plan, as amended on May 6, 2015.

---

---