

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

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STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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

☐ Check this box to
indicate that a
transaction was
made pursuant to
a contract,
instruction or
written plan for
the purchase or
sale of equity
securities of the
issuer that is
intended to
satisfy the
affirmative
defense
conditions of
Rule 10b5-1(c).
See Instruction
10.

1. Name and Address of Reporting Person* Dayan Udi Yehuda (Last) (First) (Middle) 221 RIVER STREET (Street) HOBOKEN NEW JERSEY 07030 (City) (State) (Zip) UNITED STATES (Country)	2. Issuer Name and Ticker or Trading Symbol NICE Ltd. [NICE] 2a. Foreign Trading Symbol [NICE.TA] 3. Date of Earliest Transaction (Month/Day/Year) 08/07/2026 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) VP, Corporate Finance 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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. Transac tion 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			

Ordinary Shares	08/07/2026		M		500	A	\$ 0.306	500	D	
Ordinary Shares	08/07/2026		S		500	D	\$100	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac tion Code (Instr. 8)		5. Number of Derivati ve Securiti es Acquire d (A) or Dispose d of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
Options	\$0.306	08/07/2026		M			500	(1)	03/14/2028	Ordinary Shares	500	\$0

Explanation of Responses:

1. The stock option is fully vested and currently exercisable.

/s/ Alon Levy,

Attorney-in-Fact for

Udi Yehuda Dayan

** Signature of Reporting

Person

08/10/2026

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

* Form 4: SEC 1474 (03-26)