

BIXBY TIMOTHY E

Form 4

August 25, 2009

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BIXBY TIMOTHY E**

(Last) (First) (Middle)

**C/O LIVEPERSON INC, 462  
SEVENTH AVENUE, 3RD FLOOR**

(Street)

NEW YORK, NY 10018

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**LIVEPERSON INC [LPSN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/21/2009**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

President and CFO

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

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	08/21/2009		M		20,556	A \$ 1.94	308,856	D	
Common Stock	08/21/2009		S <sup>(1)</sup>		20,556	D \$ 4.36 <sup>(2)</sup>	288,300	D	
Common Stock	08/24/2009		M		19,800	A \$ 1.94	308,100	D	
Common Stock	08/24/2009		S <sup>(1)</sup>		19,800	D \$ 4.08 <sup>(3)</sup>	288,300	D	
	08/25/2009		M		28,549	A	316,849	D	

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Common					\$		
Stock					1.94		
Common	08/25/2009		S <sup>(1)</sup>	28,549	D	\$	
Stock						4.28	288,300 D
						<u>(4)</u>	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 1.94	08/21/2009		M		20,556		<u>(5)</u>	10/20/2010	Common Stock	20,556
Stock Option (right to buy)	\$ 1.94	08/24/2009		M		19,800		<u>(5)</u>	10/20/2010	Common Stock	19,800
Stock Option (right to buy)	\$ 1.94	08/25/2009		M		28,549		<u>(5)</u>	10/20/2010	Common Stock	28,549

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BIXBY TIMOTHY E C/O LIVEPERSON INC 462 SEVENTH AVENUE, 3RD FLOOR NEW YORK, NY 10018	X President and CFO

## Signatures

By: /s/ Monica L. Greenberg,  
attorney-in-fact

08/25/2009

\_\_Signature of Reporting Person

Date

## 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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 10, 2009.  
This price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.25 to \$4.49, inclusive. The reporting person undertakes to provide LivePerson, Inc., any security holder of LivePerson, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (2) This price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$3.95 to \$4.29, inclusive. The reporting person undertakes to provide LivePerson, Inc., any security holder of LivePerson, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) This price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.05 to \$4.39, inclusive. The reporting person undertakes to provide LivePerson, Inc., any security holder of LivePerson, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) The shares vested in a series of twelve (12) equal successive quarterly installments over a three (3)-year period beginning on January 1, 2001.
- (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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