

CHORDIANT SOFTWARE INC

Form 4

August 17, 2007

**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 \*  
Karnik P K

2. Issuer Name **and** Ticker or Trading  
Symbol  
CHORDIANT SOFTWARE INC  
[CHRD]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
CHORDIANT SOFTWARE,  
INC., 20400 STEVENS CREEK  
BLVD., SUITE 400

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/17/2007

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
VP & GM Professional Services

(Street)  
CUPERTINO, CA 95014

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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	08/17/2007		A		30,000	A	\$ 8.25	30,000	D	
Common Stock	08/17/2007		S		1,200	D	\$ 13.9	28,800	D	
Common Stock	08/17/2007		S		1,300	D	\$ 13.89	27,500	D	
Common Stock	08/17/2007		S		1,000	D	\$ 13.88	26,500	D	
	08/17/2007		S		900	D		25,600	D	

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Common Stock					\$ 13.87		
Common Stock	08/17/2007	S	5,500	D	\$ 13.85	20,100	D
Common Stock	08/17/2007	S	1,000	D	\$ 13.84	19,100	D
Common Stock	08/17/2007	S	400	D	\$ 13.83	18,700	D
Common Stock	08/17/2007	S	100	D	\$ 13.82	18,600	D
Common Stock	08/17/2007	S	500	D	\$ 13.81	18,100	D
Common Stock	08/17/2007	S	1,000	D	\$ 13.8	17,100	D
Common Stock	08/17/2007	S	1,000	D	\$ 13.78	16,100	D
Common Stock	08/17/2007	S	1,500	D	\$ 13.77	14,600	D
Common Stock	08/17/2007	S	10,000	D	\$ 13.75	4,600	D
Common Stock	08/17/2007	S	1,500	D	\$ 13.74	3,100	D
Common Stock	08/17/2007	S	1,200	D	\$ 13.73	1,900	D
Common Stock	08/17/2007	S	200	D	\$ 13.72	1,700	D
Common Stock	08/17/2007	S	1,400	D	\$ 13.71	300	D
Common Stock	08/17/2007	S	300	D	\$ 13.7	0	D

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.**

SEC 1474  
(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)				
Stock Option(Right to Buy)	\$ 8.25	08/17/2007	D	30,000	<u>(1)</u>	02/13/2017	Commno Stock	30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Karnik P K CHORDIANT SOFTWARE, INC. 20400 STEVENS CREEK BLVD., SUITE 400 CUPERTINO, CA 95014			VP & GM Professional Services	

## Signatures

/s/ Nancy H. Wojtas  
(Attorney-in-Fact) 08/17/2007

\_\_\_\_\_  
\*\*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) Twenty-five per cent (25%) of the shares vest one year from 8/14/06 and 1/48th of the shares vest each month thereafter.

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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