

BIXBY TIMOTHY E
Form 4
September 01, 2009

FORM 4

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

OMB APPROVAL

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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

(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)
08/28/2009

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)
Common Stock	08/28/2009		M	V	Amount: 5,723 Price: \$ 1.94	A	294,023 D
Common Stock	08/28/2009		S ⁽¹⁾		Amount: 5,723 Price: \$ 4.23 ⁽²⁾	D	288,300 D
Common Stock	08/31/2009		M	V	Amount: 14,410 Price: \$ 1.94	A	302,710 D
Common Stock	08/31/2009		S ⁽¹⁾		Amount: 14,410 Price: \$ 4.09 ⁽³⁾	D	288,300 D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities. Includes rows for Stock Option (right to buy) with details like price (\$1.94), date (08/28/2009), and quantity (5,723).

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Lists BIXBY TIMOTHY E, C/O LIVEPERSON INC, 462 SEVENTH AVENUE, 3RD FLOOR, NEW YORK, NY 10018 as President and CFO.

Signatures

/s/ Monica L. Greenberg, attorney-in-fact, 09/01/2009, **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.

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(2) This price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.16 to \$4.37, 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 \$4.02 to \$4.14, 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.

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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