

Greenberg Monica L.
Form 3
May 05, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Greenberg Monica L.
(Last) (First) (Middle)

C/O LIVEPERSON, INC.,Â 462
SEVENTH AVENUE THIRD
FLOOR

(Street)

NEW YORK,Â NYÂ 10018

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
04/24/2008

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer ___ Other
(give title below) (specify below)
SVP, General Counsel

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------|-------|------------|--------------|---------|---------|----------------------------------|---|
| Stock Option (right to buy) | Â (1) | 11/13/2016 | Common Stock | 50,000 | \$ 5.58 | D | Â |
| Stock Option (right to buy) | Â (2) | 01/30/2017 | Common Stock | 25,000 | \$ 5.9 | D | Â |
| Stock Option (right to buy) | Â (3) | 02/22/2018 | Common Stock | 125,000 | \$ 3.45 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Greenberg Monica L. C/O LIVEPERSON, INC. 462 SEVENTH AVENUE THIRD FLOOR NEW YORK, NY 10018 | Â | Â | Â SVP, General Counsel | Â |

Signatures

/s/ Monica L.
Greenberg

05/05/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This grant is comprised of an incentive stock option for 50,000 shares, of which 12,500 shares are currently exercisable and 12,500 shares become exercisable on each of November 13, 2008, 2009 and 2010.

This grant is comprised of (a) a non-qualified stock option for 3,369 shares, of which 1,123 shares are currently exercisable and 1,123 shares become exercisable on each of January 30, 2009 and 2010, and (b) an incentive stock option for 21,631 shares, of which 5,127 shares are currently exercisable, 5,127 shares become exercisable on each of January 30, 2009 and 2010, and 6,250 shares become exercisable on January 30, 2011.
- (2) This grant is comprised of (a) a non-qualified stock option for 77,718 shares, of which no shares are currently exercisable, 31,250 shares become exercisable on each of February 22, 2009 and 2010, 12,953 shares become exercisable on February 22, 2011, and 2,265 shares become exercisable on February 22, 2012, and (b) an incentive stock option for 47,282 shares, of which no shares are currently exercisable, 18,297 shares become exercisable on February 22, 2011 and 28,985 become exercisable on February 22, 2012.
- (3) This grant is comprised of (a) a non-qualified stock option for 77,718 shares, of which no shares are currently exercisable, 31,250 shares become exercisable on each of February 22, 2009 and 2010, 12,953 shares become exercisable on February 22, 2011, and 2,265 shares become exercisable on February 22, 2012, and (b) an incentive stock option for 47,282 shares, of which no shares are currently exercisable, 18,297 shares become exercisable on February 22, 2011 and 28,985 become exercisable on February 22, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.