

Kovach Michael I.  
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 *            |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Kovach Michael I.                                    |         | (Month/Day/Year)                     | LIVEPERSON INC [LPSN]  |  |
| (Last)   | (First) | (Middle)                             | 04/24/2008   |  |
| C/O LIVEPERSON, INC., 462 SEVENTH AVENUE THIRD FLOOR |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)   |         |                                      | (Check all applicable)   |  |
| NEW YORK, NY 10018                                   |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)   | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|  |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|  |         |                                      | SVP, Corporate Controller  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of                                  |  |

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|                             |       |            |              | Shares |         | or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|--------------|--------|---------|----------------------------------|---|
| Stock Option (right to buy) | Â (1) | 03/07/2010 | Common Stock | 22,500 | \$ 6.67 | D                                | Â |
| Stock Option (right to buy) | Â (2) | 10/20/2010 | Common Stock | 25,000 | \$ 1.94 | D                                | Â |
| Stock Option (right to buy) | Â (3) | 12/12/2012 | Common Stock | 73,700 | \$ 0.72 | D                                | Â |
| Stock Option (right to buy) | Â (4) | 01/27/2015 | Common Stock | 50,000 | \$ 2.92 | D                                | Â |
| Stock Option (right to buy) | Â (5) | 01/30/2017 | Common Stock | 40,000 | \$ 5.9  | D                                | Â |
| Stock Option (right to buy) | Â (6) | 04/01/2018 | Common Stock | 27,000 | \$ 3.23 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| Kovach Michael I.<br>C/O LIVEPERSON, INC.<br>462 SEVENTH AVENUE THIRD FLOOR<br>NEW YORK, NY 10018 | Â             | Â         | Â SVP, Corporate Controller | Â     |

## Signatures

/s/ Michael I. Kovach 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 22,500 shares, all of which are currently exercisable.
- (2) This grant is comprised of an incentive stock option for 25,000 shares, all of which are currently exercisable.
- (3) This grant is comprised of (a) a non-qualified stock option for 14,891 shares, all of which are currently exercisable and (b) an incentive stock option for 58,809 shares, all of which are currently exercisable.
- (4) This grant is comprised of an incentive stock option for 50,000 shares, of which 37,500 shares are currently exercisable and 12,500 shares become exercisable on January 27, 2009.
- (5) This grant is comprised of an incentive stock option for 40,000 shares, of which 10,000 shares are currently exercisable and 10,000 shares become exercisable on each of January 30, 2009, 2010 and 2011.
- (6) This grant is comprised of (a) a non-qualified stock option for 5,357 shares, of which no shares are currently exercisable and all shares become exercisable on April 1, 2009 and (b) an incentive stock option for 21,643 shares, of which no shares are currently exercisable, 1,393 shares become exercisable on April 1, 2009 and 6,750 shares become exercisable on each of April 1, 2010, 2011 and 2012.

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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