

Dicso James Joseph  
 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Dicso James Joseph</p> <p>(Last) (First) (Middle)</p> <p>C/O LIVEPERSON, INC.,Â 462 SEVENTH AVENUE THIRD FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10018</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/24/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>LIVEPERSON INC [LPSN]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>See Remarks</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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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)**

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable      Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title      Amount or Number of</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (1)	11/16/2014	Common Stock	120,000	\$ 1.97	D	Â
Stock Option (right to buy)	Â (2)	07/22/2015	Common Stock	150,000	\$ 3.16	D	Â
Stock Option (right to buy)	Â (3)	01/30/2017	Common Stock	60,000	\$ 5.9	D	Â
Stock Option (right to buy)	Â (4)	02/22/2018	Common Stock	50,000	\$ 3.45	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dicso James Joseph C/O LIVEPERSON, INC. 462 SEVENTH AVENUE THIRD FLOOR NEW YORK, NY 10018	Â	Â	Â See Remarks	Â

## Signatures

/s/ Monica Greenberg as Attorney  
in Fact 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 120,000 shares, of which 87,500 shares are currently exercisable and 32,500 shares become exercisable on November 16, 2008.  
  
This grant is comprised of (a) a non-qualified stock option for 104,462 shares, of which 52,231 shares are currently exercisable and 26,115 shares become exercisable on July 22, 2008 and 26,116 shares become exercisable on July 22, 2009, and (b) an incentive stock option for 45,538 shares, of which 22,769 shares are currently exercisable, 11,384 shares become exercisable on July 22, 2008 and 11,385 shares become exercisable on July 22, 2009.
  - (2) This grant is comprised of (a) a non-qualified stock option for 19,149 shares, of which 15,000 shares are currently exercisable and 4,149 shares become exercisable on January 30, 2009, and (b) an incentive stock option for 40,851 shares, of which no shares are currently exercisable, 10,851 shares become exercisable on January 30, 2009, and 15,000 shares become exercisable on each of January 30, 2010 and 2011.
  - (3) This grant is comprised of (a) a non-qualified stock option for 30,834 shares, of which no shares are currently exercisable, 12,500 shares become exercisable on February 22, 2009 and 9,167 shares become exercisable on each of February 22, 2010 and 2011, and (b) an incentive stock option for 19,166 shares, of which no shares are currently exercisable, 3,333 shares become exercisable on each of February 22, 2010 and 2011, and 12,500 shares become exercisable on February 22, 2012.

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**Remarks:**  
Senior Vice President, Enterprise Sales and Services

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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