

Lang Philippe
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 *

Lang Philippe
(Last) (First) (Middle)

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

(Street)

NEW YORK, NY 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

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
SV President, Small Business

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

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 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)

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.

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)

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

4. Conversion or Exercise Price of Derivative Security

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

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

Date Exercisable Date Expiration Date

Title Amount or Number of

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	À <u>(1)</u>	12/12/2012	Common Stock	12,500	\$ 0.72	D	À
Stock Option (right to buy)	À <u>(2)</u>	01/27/2015	Common Stock	25,000	\$ 2.92	D	À
Stock Option (right to buy)	À <u>(3)</u>	01/30/2017	Common Stock	60,000	\$ 5.9	D	À
Stock Option (right to buy)	À <u>(4)</u>	04/01/2018	Common Stock	20,000	\$ 3.23	D	À

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lang Philippe C/O LIVEPERSON, INC. 462 SEVENTH AVENUE THIRD FLOOR NEW YORK, NY 10018	À	À	À SV President, Small Business	À

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 12,500 shares, all of which are currently exercisable.
- (2) This grant is comprised of an incentive stock option for 25,000 shares, of which 12,500 shares are currently exercisable and 12,500 shares become exercisable on January 27, 2009.
This grant is comprised of (a) a non-qualified stock option for 8,476 shares, of which 4,238 shares are currently exercisable and 4,238 shares become exercisable on January 30, 2009, and (b) an incentive stock option for 51,524 shares, of which 10,762 shares are currently exercisable, 10,762 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 7,880 shares, of which no shares are currently exercisable, 5,000 shares become exercisable on April 1, 2009 and 1,440 shares become exercisable on each of April 1, 2010 and 2011 and (b) an incentive stock option for 12,120 shares, of which no shares are currently exercisable, 3,560 shares become exercisable on each of April 1, 2010 and 2011 and 5,000 shares become exercisable on April 1, 2012.
- (4)

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.