

JORDAN JEFFREY D  
Form 3  
May 20, 2009

**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 \*  
**JORDAN JEFFREY D**  
 (Last) (First) (Middle)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
**05/20/2009**

3. Issuer Name and Ticker or Trading Symbol  
**OPENTABLE INC [OPEN]**

4. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
**Chief Executive Officer**

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

C/O OPENTABLE, INC., 799 MARKET STREET, FOURTH FLOOR  
 (Street)

SAN FRANCISCO, CA 94103-2048  
 (City) (State) (Zip)

**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) |
|------------------------------------|--|---|--|
| Common Stock, \$0.0001 par value   | 431,829 <sup>(1)</sup>                                   | I   | By Family Trust <sup>(2)</sup>                           |
| Common Stock, \$0.0001 par value   | 52,700   | I   | By GRAT <sup>(3)</sup>                                   |
| Common Stock, \$0.0001 par value   | 63,974   | I   | By GRAT <sup>(4)</sup>                                   |
| Common Stock, \$0.0001 par value   | 51,258   | I   | By GRAT <sup>(5)</sup>                                   |
| Common Stock, \$0.0001 par value   | 52,700   | I   | By Wife's GRAT <sup>(6)</sup>                            |
| Common Stock, \$0.0001 par value   | 63,974   | I   | By Wife's GRAT <sup>(7)</sup>                            |
| Common Stock, \$0.0001 par value   | 51,258   | I   | By Wife's GRAT <sup>(8)</sup>                            |

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<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--------------------|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date |  |  |  |   |
| Stock Option (right to buy)                   | Â (9)  | 07/08/2017         | Common Stock   | 329,011  | \$ 23.375  | D Â   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| JORDAN JEFFREY D<br>C/O OPENTABLE, INC.<br>799 MARKET STREET, FOURTH FLOOR<br>SAN FRANCISCO, CA 94103-2048 | Â X           | Â         | Â Chief Executive Officer | Â     |

## Signatures

/s/ Jeffrey D.  
Jordan

05/20/2009

\*\*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) A portion of these shares is subject to a right of repurchase held by the Issuer.
- (2) These shares are held by Jeffrey D. Jordan and Karen A. Jordan, TTEES of the Jordan Family Revocable Trust U/A 08/25/95.
- (3) These shares are held by Jeffrey D. Jordan, Trustee of the Jeffrey D. Jordan Annuity Trust dated February 5, 2008.
- (4) These shares are held by Jeffrey D. Jordan, Trustee of the Jeffrey D. Jordan Annuity Trust II dated October 2, 2008.
- (5) These shares are held by Jeffrey D. Jordan, Trustee of the Jeffrey D. Jordan Annuity Trust - 2009 dated March 30, 2009.
- (6) These shares are held by Karen A. Jordan, Trustee of the Karen A. Jordan Annuity Trust dated February 5, 2008. The Reporting Person's spouse is trustee of the trust.
- (7) These shares are held by Karen A. Jordan, Trustee of the Karen A. Jordan Annuity Trust II dated October 2, 2008. The Reporting Person's spouse is trustee of the trust.
- (8) These shares are held by Karen A. Jordan, Trustee of the Karen A. Jordan Annuity Trust - 2009 dated March 30, 2009. The Reporting Person's spouse is trustee of the trust.
- (9) The shares vest pursuant to the following schedule: 1/48th of the shares subject to the option vest monthly from June 1, 2007 through May 31, 2011, subject to the Reporting Person's continued employment or service relationship with the Issuer on each of the vesting dates.

## Edgar Filing: JORDAN JEFFREY D - Form 3

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.