

BENCHMARK FOUNDERS FUND V LP
 Form 3
 March 24, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 and Ticker or Trading Symbol | |
| Â Benchmark Capital Management Co. V, L.L.C. | | | (Month/Day/Year) | SERVICESOURCE INTERNATIONAL, INC. [SREV] | |
| (Last) | (First) | (Middle) | 03/24/2011 | | |
| 2480 SAND HILL ROAD, SUITE 200 | | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | | (Check all applicable) | | |
| MENLO PARK, CA 94025 | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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) |
|------------------------------------|--|---|--|
| Common Stock | 8,531,686 | I | See footnote <u>(1)</u> |
| Common Stock | 1,040,245 | I | See footnote <u>(2)</u> |
| Common Stock | 199,168 | I | See footnote <u>(3)</u> |
| Common Stock | 156,723 | I | See footnote <u>(4)</u> |
| Common Stock | 11,150,740 | I | See footnote <u>(5)</u> |

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) | | 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) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Benchmark Capital Management Co. V, L.L.C. 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| Benchmark Capital Partners V L P 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| BENCHMARK FOUNDERS FUND V LP 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| Benchmark Founders Fund V-A LP 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| Benchmark Founders Fund V-B LP 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| BALKANSKI ALEXANDRE 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| GURLEY J WILLIAM 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| HARVEY KEVIN 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| KAGLE ROBERT 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |
| SPURLOCK STEVEN M 2480 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025 | ^ | ^ X | ^ | ^ |

Signatures

| | |
|--|------------|
| /s/ Steven M. Spurlock, as managing member of Benchmark Capital Management Co. V, L.L.C. | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, as general partner of Benchmark Capital Partners V, L.P. | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, as general partner of Benchmark Founders' Fund V, L.P. | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, as general partner of Benchmark Founders' Fund V-A, L.P. | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, as general partner of Benchmark Founders' Fund V-B, L.P. | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, by power of attorney for Alexandre Balkanski | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, by power of attorney for J. William Gurley | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, by power of attorney for Kevin R. Harvey | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock, by power of attorney for Robert C. Kagle | 03/24/2011 |
| __Signature of Reporting Person | Date |
| /s/ Steven M. Spurlock | 03/24/2011 |
| __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) Shares owned by Benchmark Capital Partners V, L.P. ("BCP V").
- (2) Shares owned by Benchmark Founders' Fund V, L.P. ("BFF V").
- (3) Shares owned by Benchmark Founders' Fund V-A, L.P. ("BFF V-A").
- (4) Shares owned by Benchmark Founders' Fund V-B, L.P. ("BFF V-B").
- (5) Benchmark Capital Management Co. IV, LLC ("BCMC V"), the Designated Filer and general partner of each of BCP V, BFF V, BFF V-A and BFF V-B, may be deemed to have the sole voting and dispositive power over 11,150,740 shares of the Issuer's common stock. BCMC V and each of its managing members disclaim beneficial ownership of these shares of Issuer's common stock except to the extent of any pecuniary interest therein, and the filing of this report is not an admission that BCMC V and each of its managing members is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

Â

Remarks:

AlexandreÂ Balkanski,Â BruceÂ W.Â Dunlevie,Â J.Â WilliamÂ Gurley,Â KevinÂ R.Â Harvey,Â RobertÂ C.Â Kagle,Â Ste

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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