

LOCASCIO ROBERT P  
Form 4  
March 20, 2006

# FORM 4

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

OMB APPROVAL

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## STATEMENT OF CHANGES IN 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 \*  
LOCASCIO ROBERT P

2. Issuer Name and Ticker or Trading Symbol  
LIVEPERSON INC [LPSN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O LIVEPERSON, INC., 462 SEVENTH AVENUE, 21ST FLOOR

3. Date of Earliest Transaction (Month/Day/Year)  
03/16/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

(Street)  
NEW YORK, NY 10018

4. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	01/23/2006		G	V 20,000 D \$ 0	5,043,396	D	
Common Stock	03/16/2006		S <sup>(1)</sup>	200 <sup>(1)</sup> D \$ 5.7	5,043,196	D	
Common Stock	03/16/2006		S <sup>(1)</sup>	14,739 <sup>(1)</sup> D \$ 5.74	5,028,457	D	
Common Stock	03/16/2006		S <sup>(1)</sup>	33,761 <sup>(1)</sup> D \$ 5.75	4,994,696	D	
Common Stock	03/16/2006		S <sup>(1)</sup>	17,700 <sup>(1)</sup> D \$ 5.76	4,976,996	D	

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Common Stock	03/16/2006	S <sup>(1)</sup>	8,600 (1)	D	\$ 5.77	4,968,396	D
Common Stock	03/17/2006	S <sup>(1)</sup>	1,721 (1)	D	\$ 6	4,966,675	D
Common Stock	03/17/2006	S <sup>(1)</sup>	1,200 (1)	D	\$ 6.01	4,965,475	D
Common Stock	03/17/2006	S <sup>(1)</sup>	5,200 (1)	D	\$ 6.02	4,960,275	D
Common Stock	03/17/2006	S <sup>(1)</sup>	4,400 (1)	D	\$ 6.03	4,955,875	D
Common Stock	03/17/2006	S <sup>(1)</sup>	1,979 (1)	D	\$ 6.04	4,953,896	D
Common Stock	03/17/2006	S <sup>(1)</sup>	5,000 (1)	D	\$ 6.05	4,948,896	D
Common Stock	03/17/2006	S <sup>(1)</sup>	500 (1)	D	\$ 6.06	4,948,396	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LOCASCIO ROBERT P  
C/O LIVEPERSON, INC.  
462 SEVENTH AVENUE, 21ST FLOOR  
NEW YORK, NY 10018

X

X

Chief Executive Officer

## Signatures

/s/ JEREMY LECHTZIN,  
attorney-in-fact

03/20/2006

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) These shares were sold pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

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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