

ELLIE MAE INC
Form 4
April 22, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Anderman Sigmund

(Last) (First) (Middle)

C/O ELLIE MAE, INC., 4155
HOPYARD ROAD, SUITE 200

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ELLIE MAE INC [ELLI]

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Executive Officer

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 04/17/2014 ⁽¹⁾ | | M | | 5,000 A \$ 8.85 | 250,000 | D |
| Common Stock | 04/17/2014 ⁽¹⁾ | | S | | 5,000 D \$ 25.33 | 245,000 | D |
| Common Stock | 04/21/2014 ⁽¹⁾ | | M | | 5,000 A \$ 8.85 | 250,000 | D |
| Common Stock | 04/21/2014 ⁽¹⁾ | | S | | 5,000 D \$ 25.22 | 245,000 | D |
| Common Stock | 04/22/2014 ⁽²⁾ | | D | | 13,750 ⁽³⁾ D \$ 25.06 | 231,250 | D |

Edgar Filing: ELLIE MAE INC - Form 4

| | | | |
|--------------|---------|---|----------------|
| Common Stock | 10,000 | I | by 401(k) Plan |
| Common Stock | 399,841 | I | by Trust |

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

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.

SEC 1474
(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Non-Qualified Stock Option (right to buy) | \$ 8.85 | 04/17/2014 ⁽¹⁾ | | M | 5,000 | ⁽⁴⁾ 08/26/2020 | Common Stock | 5,000 |
| Non-Qualified Stock Option (right to buy) | \$ 8.85 | 04/21/2014 ⁽¹⁾ | | M | 5,000 | ⁽⁴⁾ 08/26/2020 | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Anderman Sigmund C/O ELLIE MAE, INC. 4155 HOPYARD ROAD, SUITE 200 PLEASANTON, CA 94588 | X | | Chief Executive Officer | |

Signatures

/s/ Sigmund Anderman 04/22/2014

**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) The exercise and sale of these stock options was completed pursuant to the Rule 10b5-1 trading plan adopted by Sigmund Anderman.
- (2) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

- Reflects shares of common stock issued and sold in connection with the Compensation Committee of the Board of Directors certification on March 20, 2014 of the achievement of performance goals under the 2013 performance share awards. 25% of the total shares awarded were issued as fully vested shares on or about April 21, 2014. An additional 25% of the total shares awarded will vest on each of March 20, 2015, March 20, 2016, and March 20, 2017, subject to continuous service through such dates.
- (3)
 - (4) Option vests with respect to 25% of the shares subject thereto on August 26, 2011, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on August 26, 2014.
 - (5) The reported transaction is a grant of a derivative security, in which we have left column 8 blank, and have reported the exercise or conversion price of the derivative security in column 2.

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.