

ELLIE MAE INC
Form 4
August 09, 2013

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lee Elisa

(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)

08/08/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Exec VP, General Counsel & Sct

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	08/08/2013 ⁽¹⁾		M	30,000 A	\$ 6.75 30,000	D	
Common Stock	08/08/2013 ⁽¹⁾		S	30,000 D	\$ 29.95 0	D	
Common Stock	08/08/2013 ⁽¹⁾		M	3,062 A	\$ 6.75 3,062	D	
Common Stock	08/08/2013 ⁽¹⁾		S	3,062 D	\$ 29.95 0	D	
Common Stock	08/08/2013 ⁽¹⁾		M	3,646 A	\$ 5.02 3,646	D	

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Common Stock	08/08/2013 ⁽¹⁾	S	3,646	D	\$ 29.95	0	D
Common Stock	08/08/2013 ⁽¹⁾	M	2,431	A	\$ 6.75	2,431	D
Common Stock	08/08/2013 ⁽¹⁾	S	2,431	D	\$ 29.95	0	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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 6.75	08/08/2013 ⁽¹⁾		M	30,000	⁽²⁾ 02/03/2020	Common Stock 30,000
Non-Qualified Stock Option (right to buy)	\$ 5.02	08/08/2013 ⁽¹⁾		M	3,646	⁽⁴⁾ 08/17/2021	Common Stock 3,646
Non-Qualified Stock Option (right to buy)	\$ 6.75	08/08/2013 ⁽¹⁾		M	3,062	⁽²⁾ 02/03/2020	Common Stock 3,062
Non-Qualified Stock Option (right to buy)	\$ 6.75	08/08/2013 ⁽¹⁾		M	2,431	⁽⁵⁾ 02/03/2020	Common Stock 2,431

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lee Elisa C/O ELLIE MAE, INC.	Exec VP, General Counsel & Sct

4155 HOPYARD ROAD, SUITE 200
PLEASANTON, CA 94588

Signatures

/s/ Elisa Lee

08/09/2013

__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 Elisa Lee.
- (2) Option vests with respect to 25% of the shares subject thereto on November 16, 2010, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on November 16, 2013.
- (3) 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.
- (4) Option vests with respect to 25% of the shares subject thereto on August 17, 2012, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on August 17, 2015.
- (5) Option vests with respect to 25% of the shares subject thereto on February 3, 2011, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on February 3, 2014.

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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