

ELLIE MAE INC
Form 4
February 19, 2016

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 *
SCHREINER GATES CATHLEEN

(Last) (First) (Middle)

**C/O ELLIE MAE, INC., 4420
ROSEWOOD DRIVE, SUITE 500**

(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)

02/17/2016

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 below) ____ Other (specify below)

EVP, Sales & Marketing

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	02/17/2016 ⁽¹⁾		S	(A) or (D) Amount (2) \$ 1,205 79.379	20,345	D	
Common Stock	02/19/2016 ⁽³⁾		M	2,623 A	\$ 24.39 22,968	D	
Common Stock	02/19/2016 ⁽³⁾		S	2,623 D	\$ 78.5 20,345	D	
Common Stock	02/19/2016 ⁽³⁾		M	949 A	\$ 8.9 21,294	D	
Common Stock	02/19/2016 ⁽³⁾		S	949 D	\$ 78.5 20,345	D	

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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 8.9	02/19/2016 ⁽³⁾		M	949	⁽⁴⁾ 02/27/2022	Common Stock	949
Non-Qualified Stock Option (right to buy)	\$ 24.39	02/19/2016 ⁽³⁾		M	2,623	⁽⁶⁾ 05/03/2023	Common Stock	2,623

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SCHREINER GATES CATHLEEN C/O ELLIE MAE, INC. 4420 ROSEWOOD DRIVE, SUITE 500 PLEASANTON, CA 94588	EVP, Sales & Marketing

Signatures

/s/ Cathleen Schreiner
Gates 02/19/2016

__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 sales reported on this Form 4 were effected pursuant to the reporting person's Rule 10b5-1 trading plan.

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- (2) The reported shares represent 25% of the 3/23/15 RSU grant which vested on 2/15/16; the remaining RSUs granted will vest in equal annual installments thereafter, until such time as the RSUs are 100% vested.
- (3) The exercise of these stock options was completed pursuant to the reporting person's Rule 10b5-1 trading plan.
- (4) 100% of the shares subject to the option are fully vested and exercisable.
- (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.
- (6) 25% of the stock option shares vest on one year anniversary of grant date, 1/48th of the total shares vest monthly thereafter.

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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