

GAPCO GMBH & CO KG
Form 4
March 30, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Expires: January 31, 2005
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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 *
GA SS HOLDING II LLC

2. Issuer Name and Ticker or Trading Symbol
SERVICESOURCE INTERNATIONAL, INC. [SREV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/30/2011

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

* See remarks below.

C/O GENERAL ATLANTIC SERVICE COMPANY,LLC, 3 PICKWICK PLAZA

(Street)

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

GREENWICH, CT 06830

(City) (State) (Zip)

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	(A) or (D)	Price
Common Stock	03/30/2011		S		2,000,000	D	\$ 9.3
Common Stock	03/30/2011		S		1,814,266	D	\$ 9.3
Common Stock	03/30/2011		S		2,500	D	\$ 9.3
Common Stock	03/30/2011		S		30,000	D	\$ 203,304
						D	\$ 13,553,573
						I	\$ 12,294,892
						I	\$ 16,942
						I	\$ 203,304
						D	(1) (8)
						I	See footnotes (1) (2) (8)
						I	See footnotes (1) (3) (8)
						I	See

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Stock					9.3				footnotes (1) (4) (8)
Common Stock	03/30/2011		S	119,696	D	\$ 9.3	811,155	I	See footnotes (1) (5) (8)
Common Stock	03/30/2011		S	28,018	D	\$ 9.3	189,872	I	See footnotes (1) (6) (8)
Common Stock	03/30/2011		S	5,520	D	\$ 9.3	37,408	I	See footnotes (1) (7) (8)

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (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
GA SS HOLDING II LLC C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 3 PICKWICK PLAZA GREENWICH, CT 06830		X		* See remarks below.
GENERAL ATLANTIC PARTNERS 83, L.P. C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 3 PICKWICK PLAZA		X		* See remarks below.

GREENWICH, CT 06830

GAP Coinvestments CDA, L.P. 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GAPSTAR LLC 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GAP COINVESTMENTS III LLC 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GAP COINVESTMENTS IV LLC 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GAPCO GMBH & CO KG 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GENERAL ATLANTIC LLC 3 PICKWICK PLAZA GREENWICH, CT 08330	X	* See remarks below.
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GENERAL ATLANTIC GENPAR, L.P. C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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GAPCO MANAGEMENT GMBH 3 PICKWICK PLAZA GREENWICH, CT 06830	X	* See remarks below.
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Signatures

/s/ Thomas J. Murphy	03/30/2011
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 Signature of
Reporting Person

Date

/s/ Thomas J. Murphy	03/30/2011
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 Signature of
Reporting Person

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03/30/2011

**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) On March 30, 2011, the issuer completed the initial public offering of its common stock, par value \$0.0001 per share (the "Shares"). GA SS Holding II LLC ("GA II"), the direct record holder of all of the Shares reported herein, sold 2,000,000 Shares in the offering. After such sale, GA II was the direct beneficial owner of the entire 13,553,573 Shares reported herein.

(2) General Atlantic Partners 83, L.P. ("GAP 83") is a member of GA II and indirectly beneficially owns 12,294,892 of the Shares held by GA II.

(3) GAP Coinvestments CDA, L.P. ("CDA") is a member of GA II and indirectly beneficially owns 16,942 of the Shares held by GA II.

(4) GapStar, LLC ("GapStar") is a member of GA II and indirectly beneficially owns 203,304 of the Shares held by GA II.

(5) GAP Coinvestments III, LLC ("GAPCO III") is a member of GA II and indirectly beneficially owns 811,155 of the Shares held by GA II.

(6) GAP Coinvestments IV, LLC ("GAPCO IV") is a member of GA II and indirectly beneficially owns 189,872 of the Shares held by GA II.

(7) GAPCO GmbH & Co. KG ("KG") is a member of GA II and indirectly beneficially owns 37,408 of the Shares held by GA II.

(8) General Atlantic LLC ("General Atlantic") is the general partner of General Atlantic GenPar, L.P. ("GA GenPar") and CDA. GA GenPar is the general partner of GAP 83. The officers of GapStar and managing members of GAPCO III and GAPCO IV are managing directors of General Atlantic. GAPCO Management GmbH ("GmbH Management") is the general partner of KG. Certain managing directors of General Atlantic make investment decisions for GmbH Management.

Remarks:

* Each reporting person may be deemed to be a member of a "group" for purposes of the Securities Exchange Act of 1934. Each reporting person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly

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owned by such reporting person. This report shall not be deemed an admission that any reporting person is a member of a group or the beneficial owner of any securities not directly owned 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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