

ELLIE MAE INC
Form 4
January 05, 2015

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 *
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)
12/31/2014

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock | 12/29/2014 | | G ⁽¹⁾ | | 200,000 | D | \$ 0 269,837 | I | See Footnote (2) |
| Common Stock | 12/29/2014 | | G ⁽¹⁾ | | 100,000 | A | \$ 0 100,000 | I | See Footnote (3) |
| Common Stock | 12/29/2014 | | G ⁽¹⁾ | | 100,000 | A | \$ 0 100,000 | I | See Footnote (4) |
| Common Stock | | | | | | | | 176,250 | D |

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Common Stock 10,000 I by 401(k) Plan

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

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 40.32 | 12/31/2014 | | A | 76,648 | ⁽⁵⁾ 12/31/2024 | Common Stock | 76,648 |
| Stock Option (Right to Buy) | \$ 40.33 | 01/05/2015 | | A | 71,648 | ⁽⁶⁾ 01/05/2025 | Common Stock | 71,648 |

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/ LeeAnn Linck, Attorney-in-Fact for Sigmund Anderman 01/05/2015

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 transactions in the Issuer's Common Stock reported herein were share transfers for no consideration from Sigmund Anderman TR DTD 3/3/2006 Sigmund and Susan Anderman Family Trust, for which the Reporting Person is trustee (the "Family Trust").
- (2) The shares are directly held by the Family Trust.
- (3) The shares are directly held by Sigmund Anderman TTEE Sigmund Anderman 2014 GRAT U/A DTD 12/12/2014.
- (4) The shares are directly held by Susan Anderman TTEE Susan Anderman 2014 GRAT U/A DTD 12/12/2014.
- (5) Option vests with respect to 25% of the shares subject thereto on December 31, 2015, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on December 31, 2018.
- (6) Option vests with respect to 25% of the shares subject thereto on January 5, 2016, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on January 5, 2019.

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.