

Kohn Kevin T.  
Form 3  
May 05, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *            |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Kohn Kevin T.  |         | (Month/Day/Year)                     | LIVEPERSON INC [LPSN]  |  |
| (Last)   | (First) | (Middle)                             | 04/24/2008   |  |
| C/O LIVEPERSON, INC., 462 SEVENTH AVENUE THIRD FLOOR |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)   |         |                                      | (Check all applicable)   |  |
| NEW YORK, NY 10018                                   |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)   | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|  |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|  |         |                                      | Executive VP of Marketing  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of                                  |   |

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|                             |       |            |              | Shares  |         | or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|--------------|---------|---------|----------------------------------|---|
| Stock Option (right to buy) | Â (1) | 11/16/2014 | Common Stock | 203,000 | \$ 1.97 | D                                | Â |
| Stock Option (right to buy) | Â (2) | 01/30/2017 | Common Stock | 35,000  | \$ 5.9  | D                                | Â |
| Stock Option (right to buy) | Â (3) | 04/01/2018 | Common Stock | 27,000  | \$ 3.23 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                   |       |
|---|---------------|-----------|-----------------------------------|-------|
|   | Director      | 10% Owner | Officer                           | Other |
| Kohn Kevin T.<br>C/O LIVEPERSON, INC.<br>462 SEVENTH AVENUE THIRD FLOOR<br>NEW YORK, NY 10018 | Â             | Â         | Â Executive<br>VP of<br>Marketing | Â     |

## Signatures

/s/ Monica Greenberg as Attorney  
in Fact 05/05/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) This grant is comprised of (a) a non-qualified stock option for 27,955 shares, of which 8,716 shares are currently exercisable and 19,239 shares become exercisable on September 15, 2008 and (b) two incentive stock options for 175,045 shares, of which 124,283 shares are currently exercisable and 50,762 shares become exercisable on September 15, 2008.

(2) This grant is comprised of (a) a non-qualified stock option for 8,750 shares, all of which are currently exercisable and (b) an incentive stock option for 26,250 shares, of which no shares are currently exercisable and 8,750 shares become exercisable on each of January 30, 2009, 2010 and 2011.

(3) This grant is comprised of an incentive stock option for 27,000 shares, of which no shares are currently exercisable and 6,750 shares are exercisable on each of April 1, 2009, 2010, 2011 and 2012.

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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