

ELLIE MAE INC
Form 4
November 14, 2016

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

OMB APPROVAL

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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 *
Anderman Sigmund

(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)
11/10/2016

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)

Founder & Executive Chairman

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 11/10/2016 | | J | V 70,365 D | \$ 99.48 (1) 1,588 | I | Sig GRAT 2014 (2) |
| Common Stock | 11/10/2016 | | J | V 70,365 A | \$ 99.48 (1) 228,239 | D | |
| Common Stock | 11/10/2016 | | G | V 70,365 D | \$ 0 (3) 157,874 | D | |
| Common Stock | 11/10/2016 | | G | V 70,365 A | \$ 0 252,222 | I | by Trust (4) |
| | | | | | 10,000 | I | |

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| | | | | | | | | |
|--------------|--|--|--|--|-------|---|--|----------------------------|
| Common Stock | | | | | | | | by 401(k) Plan |
| Common Stock | | | | | 3,447 | I | | Susan GRAT 2014 <u>(5)</u> |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Anderman Sigmund C/O ELLIE MAE, INC. 4420 ROSEWOOD DRIVE, SUITE 500 PLEASANTON, CA 94588 | X | | Founder & Executive Chairman | |

Signatures

/s/ Sigmund
Anderman 11/14/2016

**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).

In accordance with an asset substitution provision in the GRAT, the reporting person elected to substitute cash for 70,365 shares of common stock of Ellie Mae, Inc., in his GRAT resulting in a reduction of shares held indirectly in the GRAT and a corresponding

- (1) increase in shares held directly by him. This substitution may be deemed a purchase. The price per share reflects the average of the high and the low on November 10, 2016, the date of transfer, which is the value assigned to the stock for purposes of determining the amount of cash to be contributed in substitution.
- (2) The shares are directly held by Sigmund Anderman TTEE Sigmund Anderman 2014 GRAT U/A DTD 12/12/2014.
- (3) On November 10, 2016, the reporting person contributed 70,365 shares of common stock of Ellie Mae, Inc., to the Sigmund and Susan Anderman Family Trust dated March 3, 2006.
- (4) These shares are held by Sigmund Anderman, Trustee of the Sigmund and Susan Anderman Family Trust dated March 3, 2006.
- (5) The shares are directly held by Susan Anderman TTEE Susan Anderman 2014 GRAT U/A DTD 12/12/2014.

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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