

ELLIE MAE INC  
Form 4  
June 03, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Luce Edgar

(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)  
06/01/2015

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 Financial 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	06/01/2015 <sup>(1)</sup>		M		1,400 A \$ 1.38	87,299	D
Common Stock	06/01/2015 <sup>(1)</sup>		S		1,400 D \$ 62.9823	85,899	D
Common Stock	06/01/2015 <sup>(1)</sup>		M		2,700 A \$ 1.38	88,599	D
Common Stock	06/01/2015 <sup>(1)</sup>		S		2,700 D \$ 64.0571	85,899	D
	06/01/2015 <sup>(1)</sup>		M		681 A \$ 1.38	86,580	D

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Common  
Stock

Common Stock	06/01/2015 <sup>(1)</sup>		S	681	D	\$ 64.9044 <u>(4)</u>	85,899	D
Common Stock	06/01/2015 <sup>(1)</sup>		M	219	A	\$ 8.85	86,118	D
Common Stock	06/01/2015 <sup>(1)</sup>		S	219	D	\$ 64.9044 <u>(4)</u>	85,899	D

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 of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 1.38	06/01/2015 <sup>(1)</sup>		M	1,400	<u>(5)</u> 08/23/2017	Common Stock	1,400	
Non-Qualified Stock Option (right to buy)	\$ 1.38	06/01/2015 <sup>(1)</sup>		M	2,700	<u>(5)</u> 08/23/2017	Common Stock	2,700	
Non-Qualified Stock Option (right to buy)	\$ 1.38	06/01/2015 <sup>(1)</sup>		M	681	<u>(5)</u> 08/23/2017	Common Stock	681	
Non-Qualified Stock Option (right to buy)	\$ 8.85	06/01/2015 <sup>(1)</sup>		M	219	<u>(5)</u> 08/26/2020	Common Stock	219	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Luce Edgar C/O ELLIE MAE, INC. 4420 ROSEWOOD DRIVE, SUITE 500 PLEASANTON, CA 94588			Chief Financial Officer	

## Signatures

/s/ Edgar A. Luce                      06/03/2015

\*\*Signature of                      Date  
Reporting Person

## 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 exercise and sale of these stock options was completed pursuant to the Rule 10b5-1 trading plan adopted by Edgar A. Luce.  
The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$62.50 to \$63.33, inclusive.
  - (2) The reporting person undertakes to provide to Ellie Mae, Inc., any security holder of Ellie Mae, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.  
The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$63.52 to \$64.51, inclusive.
  - (3) The reporting person undertakes to provide to Ellie Mae, Inc., any security holder of Ellie Mae, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.  
The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$64.65 to \$65.26, inclusive.
  - (4) The reporting person undertakes to provide to Ellie Mae, Inc., any security holder of Ellie Mae, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
  - (5) 100% of the shares subject to the option are fully vested and exercisable.
  - (6) 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.

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.