

ELLIE MAE INC  
Form 4  
February 18, 2015

**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., 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)  
02/13/2015

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)

Founder and 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |   |
| Common Stock                    | 02/18/2015 <sup>(1)</sup>            |  | S                              |   | 4,334<br><u>(2)</u>   | D  |   |
|                                 |                                      |  |                                |   | \$ 50.9651<br><u>(3)</u>  |  |   |
| Common Stock                    | 02/18/2015 <sup>(1)</sup>            |  | S                              |   | 1,916<br><u>(2)</u>   | D  |   |
|                                 |                                      |  |                                |   | \$ 51.5551<br><u>(4)</u>  |  |   |
| Common Stock                    | 02/13/2015 <sup>(1)</sup>            |  | S                              |   | 4,702   | D  |   |
|                                 |                                      |  |                                |   | \$ 51.1836<br><u>(5)</u>  |  | 250,135   |
| Common Stock                    | 02/13/2015 <sup>(1)</sup>            |  | S                              |   | 3,094   | D  |   |
|                                 |                                      |  |                                |   | \$ 52.485<br><u>(6)</u>   |  | 247,041   |

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| Common Stock | 02/17/2015 <sup>(1)</sup> | S | 42,104 | D | \$ 51.6093<br><u>(7)</u> | 204,937 | I | by Trust                             |
|--------------|---------------------------|---|--------|---|--------------------------|---------|---|--------------------------------------|
| Common Stock | 02/17/2015 <sup>(1)</sup> | S | 100    | D | \$ 52.02                 | 204,837 | I | by Trust                             |
| Common Stock |                           |   |        |   |                          | 100,000 | I | Sig<br>GRAT<br>2014 <sup>(8)</sup>   |
| Common Stock |                           |   |        |   |                          | 100,000 | I | Susan<br>GRAT<br>2014 <sup>(9)</sup> |
| Common Stock |                           |   |        |   |                          | 10,000  | I | by 401(k)<br>Plan                    |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (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 |
| Anderman Sigmund<br>C/O ELLIE MAE, INC.<br>4155 HOPYARD ROAD, SUITE 200<br>PLEASANTON, CA 94588 | X             |           | Founder and Chairman |       |

## Signatures

/s/ Sigmund  
Anderman

02/18/2015

\_\_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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

(2) The reported shares represent 25% of the 2/5/14 RSU grant which vested on 2/15/15; the remaining 75% of the RSUs granted will vest in equal annual installments thereafter, until such time as the RSUs are 100% vested.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$50.38 to \$51.30, 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 footnote (3) to this Form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$51.43 to \$51.7564, 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 footnote (4) to this Form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$51.00 to \$51.99, inclusive.

(5) 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 footnote (7) to this Form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$52.05 to \$53.00, inclusive.

(6) 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 footnote (8) to this Form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$51.02 to \$52.0107, inclusive.

(7) 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 footnote (9) to this Form 4.

(8) The shares are directly held by Sigmund Anderman TTEE Sigmund Anderman 2014 GRAT U/A DTD 12/12/2014.

(9) 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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