

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Greenberg Monica L.</u>  (Last) (First) (Middle) C/O LIVEPERSON, INC., 475 TENTH AVENUE, 5TH FLOOR  (Street) NEW YORK NY 10018  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LIVEPERSON INC [ LPSN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> <u>EVP, General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/16/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>04/18/2019</u>	

**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	04/11/2019		A		10,000 <sup>(1)(2)</sup>	A	\$0	26,658	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock	\$29.55	04/11/2019		A		50,000		<sup>(1)(3)</sup>	04/11/2029	Common Stock	50,000	\$0	50,000	D	

**Explanation of Responses:**

- This transaction listed on this Form 4 amendment is not new or revised and was originally reported on a Form 4 filed on April 18, 2019. This Form 4 amendment is being filed solely to correct the information regarding the vesting schedule applicable to each of the transactions listed above, which information was incorrect in the original filing.
- The reporting person was granted an award of restricted stock units under the terms of the LivePerson, Inc. 2009 Stock Incentive Plan (the "Incentive Plan") consisting of a grant of 10,000 restricted stock units (the "RSUs"), each of which represents a contingent right to receive one share of common stock. The RSUs vest with respect to 25% of the units on each of April 11, 2020, 2021, 2022, and 2023, subject to the reporting person's continued employment through each such vesting date.
- This stock option, granted under the terms of the Incentive Plan, is scheduled to vest with respect to 25% of the stock options on each of April 11, 2020, 2021, 2022, and 2023, subject to the reporting person's continued employment through each such vesting date.

**Remarks:**

/s/ Monica L. Greenberg 05/19/2020  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.