

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Vector Capital Management, L.P.</u> (Last) (First) (Middle) ONE MARKET STREET STEUART TOWER, 23RD FLOOR (Street) SAN FRANCISCO CA 94015 (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 <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/18/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	12/18/2023		P		100,000	A	\$3.3071 ⁽³⁾	9,193,887	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	12/20/2023		P		175,000	A	\$3.4064 ⁽⁴⁾	9,368,887	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	12/21/2023		P		250,000	A	\$3.3855 ⁽⁵⁾	9,618,887	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	12/22/2023		P		152,935	A	\$3.4866 ⁽⁶⁾	9,771,822	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	12/26/2023		P		14,282	A	\$3.4988 ⁽⁷⁾	9,786,104	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/03/2024		P		169,257	A	\$3.5877 ⁽⁸⁾	9,955,361	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/04/2024		P		182,500	A	\$3.587 ⁽⁹⁾	10,137,861	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/05/2024		P		26,630	A	\$3.5862 ⁽¹⁰⁾	10,164,491	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/08/2024		P		30,000	A	\$3.599 ⁽¹¹⁾	10,194,491	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/09/2024		P		350,000	A	\$3.542 ⁽¹²⁾	10,544,491	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	01/10/2024		P		354,965	A	\$3.4731 ⁽¹³⁾	10,899,456	I	See Footnotes ⁽¹⁾⁽²⁾

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					

1. Name and Address of Reporting Person*
Vector Capital Management, L.P.
 (Last) (First) (Middle)

ONE MARKET STREET STEUART TOWER,
23RD FLOOR

(Street)

SAN FRANCISCO CA 94015

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Vector Capital VI, L.P.

(Last) (First) (Middle)

C/O VECTOR CAPITAL MANAGEMENT, L.P.
ONE MARKET STREET STEUART TOWER, 23RD FL

(Street)

SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

VECTOR CAPITAL, L.L.C.

(Last) (First) (Middle)

C/O VECTOR CAPITAL MANAGEMENT, L.P.
ONE MARKET STREET STEUART TOWER, 23RD FL

(Street)

SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Slusky Alexander R

(Last) (First) (Middle)

C/O VECTOR CAPITAL MANAGEMENT, L.P.
ONE MARKET STREET STEUART TOWER, 23RD FL

(Street)

SAN FRANCISCO CA 94105

(City) (State) (Zip)

Explanation of Responses:

1. The shares of common stock, par value \$0.001 per share, of the Issuer ("Common Stock"), reported herein are held directly by Vector Capital VI, L.P. ("VCVI"). VCVI has delegated all voting and investment power over the securities in its portfolio to Vector Capital Management, L.P. ("VCM"), an investment adviser registered with the Securities and Exchange Commission (the "SEC").
2. VCM, together with Vector Capital, L.L.C. ("VCLLC"), its general partner, and Alexander R. Slusky ("Mr. Slusky"), the managing member of VCLLC and Chief Investment Officer of VCM, may be deemed to beneficially own the Common Stock held directly by VCVI. Each of VCM, VCLLC and Mr. Slusky disclaims beneficial ownership of the Common Stock held by VCVI, except to the extent of its or his pecuniary interest, if any, therein. The inclusion of the Common Stock in this report shall not be deemed an admission by such reporting person of beneficial ownership for any other purpose.
3. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.25 to \$3.35, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
4. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.25 to \$3.50, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
5. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.32 to \$3.445, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
6. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.43 to \$3.50, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
7. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.49 to \$3.50, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
8. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.49 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
9. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.50 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
10. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.54 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
11. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.595 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
12. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.45 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.
13. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$3.32 to \$3.60, inclusive. The Reporting Persons undertake to provide upon request by the staff of the SEC, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.

Remarks:

By: Vector Capital Partners
VI, L.P., its General Partner,
By: Vector Capital Partners
VI, Ltd., its General Partner,
By: /s/ David Baylor, David
Baylor, Director

VECTOR CAPITAL
MANAGEMENT, L.P., By:
Vector Capital L.L.C., its
General Partner, By: / s/ 01/10/2024
Alexander R. Slusky,
Alexander R. Slusky,
Managing Member

VECTOR CAPITAL, L.L.C.,
By: / s/ Alexander R. Slusky, 01/10/2024
Alexander R. Slusky,
Managing Member

/s/ Alexander R. Slusky, 01/10/2024
ALEXANDER R. SLUSKY

** 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.