

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>GILL EMMANUEL</u> (Last) (First) (Middle) <u>C/O LIVEPERSON, INC.</u> <u>462 SEVENTH AVENUE 3RD FLOOR</u> (Street) <u>NEW YORK NY 10018</u> (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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/22/2010</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	11/22/2010		M		5,000	A	\$1.65	873,454	D	
Common Stock	11/22/2010		M		5,000	A	\$3.49	878,454	D	
Common Stock	11/22/2010		M		10,000	A	\$5.41	888,454	D	
Common Stock	11/22/2010		M		10,000	A	\$6.54	898,454	D	
Common Stock	11/22/2010		M		5,000	A	\$5.24	903,454	D	
Common Stock	11/22/2010		M		387	A	\$3.2	903,841	D	
Common Stock	11/22/2010		S ⁽¹⁾		35,387	D	\$9.5022 ⁽²⁾	868,454	D	
Common Stock	11/24/2010		M		14,613	A	\$3.2	883,067	D	
Common Stock	11/24/2010		M		15,000	A	\$3.35	898,067	D	
Common Stock	11/24/2010		S ⁽¹⁾		29,613	D	\$9.5007 ⁽³⁾	868,454	D	
Common Stock								239,949	I	Gilbridge Holdings Ltd. ⁽⁴⁾

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
Stock Option (Right to Buy)	\$1.65	11/22/2010		M			5,000	(6)	05/22/2013	Common Stock	5,000	\$0	0	D	
Stock Option (Right to Buy)	\$3.49 ⁽⁵⁾	11/22/2010		M			5,000	(6)	05/27/2014	Common Stock	5,000	\$0	0	D	
Stock Option (Right to Buy)	\$5.41	11/22/2010		M			10,000	(6)	05/23/2016	Common Stock	10,000	\$0	0	D	
Stock Option (Right to Buy)	\$6.54	11/22/2010		M			10,000	(6)	06/12/2017	Common Stock	10,000	\$0	0	D	
Stock Option (Right to Buy)	\$5.24	11/22/2010		M			5,000	(6)	07/31/2017	Common Stock	5,000	\$0	0	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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$3.2	11/22/2010		M			387	(6)	06/10/2018	Common Stock	387	\$0	14,613	D	
Stock Option (Right to Buy)	\$3.2	11/24/2010		M			14,613	(6)	06/10/2018	Common Stock	14,613	\$0	0	D	
Stock Option (Right to Buy)	\$3.35	11/24/2010		M			15,000	(6)	06/09/2019 ⁽⁷⁾	Common Stock	15,000	\$0	0	D	

Explanation of Responses:

- Sales effected under sales plan pursuant to Rule 10b5-1(c)(1) of the Securities Exchange Act of 1934, as amended.
- The range of prices for the shares of Common Stock sold on this day is from \$9.50 to \$9.52. Mr. Gill undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.
- The range of prices for the shares of Common Stock sold on this day is from \$9.50 to \$9.52. Mr. Gill undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.
- These shares are held by Gilbridge Holdings Ltd., an entity over which Mr. Gill indirectly exercises control.
- The exercise price reported in this filing corrects a Form 4 filed on June 1, 2004 that erroneously stated that the exercise price of this derivative security was \$3.25.
- The option is immediately exercisable.
- The expiration date reported in this filing corrects a Form 4 filed on June 11, 2009 that erroneously stated that the expiration date of this derivative security was June 8, 2019.

/s/ Monica Greenberg,
Attorney-in-Fact

11/24/2010

** 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.