

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) August 14, 2002  
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LivePerson, Inc.  
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Delaware (Exact name of registrant as specified in its charter) 13-3861628  
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(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)  
462 Seventh Avenue, 21st Floor, New York, New York 10018  
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(Address of principal executive offices) (Zip Code)  
Registrant's telephone number, including area code (212) 609-4200  
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(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

LivePerson, Inc. ("LivePerson") received a letter, dated August 14, 2002, from The Nasdaq Stock Market, Inc., stating that LivePerson will be provided an additional 180 calendar days to achieve compliance with Nasdaq Marketplace Rule 4310(c)(4), which requires the bid price of LivePerson's common stock to be not less than \$1.00 per share. If LivePerson is not in compliance with Nasdaq's minimum bid price rule by February 10, 2003, Nasdaq will notify LivePerson that its common stock will be delisted from the Nasdaq SmallCap Market. If such event occurs, LivePerson could appeal the decision to a Nasdaq Listing Qualifications Panel.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LIVEPERSON, INC.

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(Registrant)

August 14, 2002

/s/ TIMOTHY E. BIXBY

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Date

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Timothy E. Bixby  
President, Chief Financial Officer  
and Secretary