

ELLIE MAE INC  
Form 4  
February 19, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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., 4420  
ROSEWOOD DRIVE, SUITE 500

(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)  
02/17/2016

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 & Executive 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                    | 02/17/2016 <sup>(1)</sup>            |  | S                              |   | 200 <sup>(2)</sup>  | D  | \$ 73.9618 <sup>(3)</sup>                             | 136,675 | D |  |
| Common Stock                    | 02/17/2016 <sup>(1)</sup>            |  | S                              |   | 500 <sup>(2)</sup>  | D  | \$ 75.768 <sup>(4)</sup>                              | 136,175 | D |  |
| Common Stock                    | 02/17/2016 <sup>(1)</sup>            |  | S                              |   | 1,500 <sup>(2)</sup>  | D  | \$ 76.8822 <sup>(5)</sup>                             | 134,675 | D |  |
| Common Stock                    | 02/17/2016 <sup>(1)</sup>            |  | S                              |   | 1,200 <sup>(2)</sup>  | D  | \$ 78.035 <sup>(6)</sup>                              | 133,475 | D |  |
|                                 | 02/17/2016 <sup>(1)</sup>            |  | S                              |   |   | D  |   | 130,625 | D |  |

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|              |                     |                             |        |   |                                      |
|--------------|---------------------|-----------------------------|--------|---|--------------------------------------|
| Common Stock | 2,850<br><u>(2)</u> | \$<br>79.3179<br><u>(7)</u> |        |   |                                      |
| Common Stock |                     |                             | 71,953 | I | Sig<br>GRAT<br>2014 <sup>(8)</sup>   |
| Common Stock |                     |                             | 71,953 | I | Susan<br>GRAT<br>2014 <sup>(9)</sup> |
| Common Stock |                     |                             | 10,000 | I | By 401(k)<br>Plan                    |
| Common Stock |                     |                             | 93,431 | I | By Trust                             |

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

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SEC 1474  
(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 Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                    |       |
|---|---------------|-----------|------------------------------------|-------|
|   | Director      | 10% Owner | Officer                            | Other |
| Anderman Sigmund<br>C/O ELLIE MAE, INC.<br>4420 ROSEWOOD DRIVE, SUITE 500<br>PLEASANTON, CA 94588 | X             |           | Founder &<br>Executive<br>Chairman |       |

## Signatures

/s/ Sigmund  
Anderman

02/19/2016

    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 the reporting person's Rule 10b5-1 trading plan.

(2) The reported shares represent 25% of the 2/5/2014 grant which vested on 2/15/2016, the remaining 50% of the RSU's will vest in equal annual installments, until such time as the RSU's are 100% vested on 2/15/2018.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$73.7800 to \$74.1435, inclusive. 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 \$75.3641 to \$76.0500, inclusive. 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 \$76.3898 to \$77.3200, inclusive. 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 5 to this form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$77.7500 to \$78.5500, inclusive. 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 6 to this form 4.

The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$78.7917 to \$79.7400, inclusive. 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.

(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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