Bell Ganesh Form 3 March 24, 2011

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Bell Ganesh

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/24/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

SERVICESOURCE INTERNATIONAL, INC. [SREV]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

EVP, Products

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SERVICESOURCE INTERNATIONAL, INC., Â 634 SECOND STREET

(Street)

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

SAN FRANCISCO, Â CAÂ 94107

(City)

(Instr. 4)

1. Title of Security

(State)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form:

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. 5. Conversion or Exercise

Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 4)

Title

Expiration Exercisable Date

Amount or Number of

Security: Derivative Security Direct (D) (Instr. 5)

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|-----|------------|-----------------|---------|---------|----------------------------|---|
| Employee Stock Option (right to buy) | (1) | 07/28/2020 | Common Stock | 300,000 | \$ 4.95 | D | Â |
| Employee Stock Option (right to buy) | (2) | 12/16/2020 | Common Stock | 35,000 | \$ 5.8 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | |
|---------------------------------------|----------|---------------|-----------------|-------|--|--|
| . 3 | Director | 10% Owner | Officer | Other | | |
| Bell Ganesh | | | | | | |
| C/O SERVICESOURCE INTERNATIONAL, INC. | â | â | EVP, Products | â | | |
| 634 SECOND STREET | Α | A | A EVP, Products | A | | |
| SAN FRANCISCO, CA 94107 | | | | | | |

Signatures

/s/ Paul D. Warenski, by power of attorney

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) One-fourth of the shares subject to the option vest on May 24, 2011 and one forty-eighth of the shares vest monthly thereafter.
- (2) One-fourth of the shares subject to the option vest on December 16, 2011 and one forty-eighth of the shares vest monthly thereafter.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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