

Corr Jonathan
Form 4
December 03, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Corr Jonathan

2. Issuer Name and Ticker or Trading Symbol
ELLIE MAE INC [ELLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O ELLIE MAE, INC., 4155
HOPYARD ROAD, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
12/03/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Operating Officer

(Street)
PLEASANTON, CA 94588

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	12/03/2012 ⁽¹⁾		M	A	2,112	\$ 1.38	29,702	D
Common Stock	12/03/2012 ⁽¹⁾		S	D	2,112	\$ 24.3471 ⁽²⁾	27,590	D
Common Stock	12/03/2012 ⁽¹⁾		M	A	5,555	\$ 1.38	33,145	D
Common Stock	12/03/2012 ⁽¹⁾		S	D	5,555	\$ 24.3471 ⁽²⁾	27,590	D
	12/03/2012 ⁽¹⁾		M	A	3,472	\$ 1.38	31,062	D

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Common
Stock

Common Stock	12/03/2012 ⁽¹⁾	S	3,472	D	\$ 24.3471 <u>(2)</u>	27,590	D
Common Stock	12/03/2012 ⁽¹⁾	M	4,861	A	\$ 1.38	32,451	D
Common Stock	12/03/2012 ⁽¹⁾	S	4,861	D	\$ 24.3471 <u>(2)</u>	27,590	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 1.38	12/03/2012 ⁽¹⁾		M	2,112	⁽³⁾ 08/23/2017	Common Stock	2,112	
Non-Qualified Stock Option (right to buy)	\$ 1.38	12/03/2012 ⁽¹⁾		M	5,555	⁽³⁾ 08/23/2017	Common Stock	5,555	
Non-Qualified Stock Option (right to buy)	\$ 1.38	12/03/2012 ⁽¹⁾		M	3,472	⁽³⁾ 12/20/2017	Common Stock	3,472	
Non-Qualified Stock Option (right to buy)	\$ 1.38	12/03/2012 ⁽¹⁾		M	4,861	⁽³⁾ 12/20/2017	Common Stock	4,861	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Corr Jonathan C/O ELLIE MAE, INC. 4155 HOPYARD ROAD, SUITE 200 PLEASANTON, CA 94588			Chief Operating Officer	

Signatures

/s/ Jonathan H.
Corr
12/03/2012

**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 exercise and sale of these stock options was completed pursuant to the Rule 10b5-1 trading plan adopted by Jonathan H. Corr.
The price reported is a weighted average price. The shares were sold in multiple transactions ranging from \$24.19 to \$24.8419, inclusive.
- (2) 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 (2) to this Form 4.
- (3) 100% of the shares subject to the option are fully vested and exercisable.
- (4) The reported transaction is a grant of a derivative security, in which we have left column 8 blank, and have reported the exercise or conversion price of the derivative security in column 2.

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.