

ELLIE MAE INC  
Form 4  
February 21, 2014

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Corr Jonathan

(Last) (First) (Middle)

C/O ELLIE MAE, INC., 4155  
HOPYARD ROAD, SUITE 200

(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)

02/20/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

President & COO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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                    | 02/20/2014 <sup>(1)</sup>            |                                                    | M                              |                                                                   | 4,500  | A          | \$ 5.02                                                                                       | 101,500                                                  | D                                                     |
| Common Stock                    | 02/20/2014 <sup>(1)</sup>            |                                                    | S                              |                                                                   | 4,500  | D          | \$ 29.76                                                                                      | 97,000                                                   | D                                                     |
| Common Stock                    | 02/20/2014 <sup>(1)</sup>            |                                                    | M                              |                                                                   | 2,000  | A          | \$ 5.45                                                                                       | 99,000                                                   | D                                                     |
| Common Stock                    | 02/20/2014 <sup>(1)</sup>            |                                                    | S                              |                                                                   | 2,000  | D          | \$ 29.76                                                                                      | 97,000                                                   | D                                                     |
| Common Stock                    | 02/20/2014 <sup>(1)</sup>            |                                                    | M                              |                                                                   | 1,500  | A          | \$ 5.45                                                                                       | 98,500                                                   | D                                                     |

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|                 |                           |   |       |   |       |        |   |          |
|-----------------|---------------------------|---|-------|---|-------|--------|---|----------|
| Common<br>Stock | 02/20/2014 <sup>(1)</sup> | S | 1,500 | D | \$ 30 | 97,000 | D |          |
| Common<br>Stock |                           |   |       |   |       | 58,099 | I | by Trust |

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

**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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------|--------------------|-----------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                              | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 5.02                                                               | 02/20/2014 <sup>(1)</sup>               |                                                             | M                                       |                                                                                                                 | 4,500                                                          |     | <sup>(2)</sup>                                                   | 08/17/2021         | Common<br>Stock | 4,500                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 5.45                                                               | 02/20/2014 <sup>(1)</sup>               |                                                             | M                                       |                                                                                                                 | 2,000                                                          |     | <sup>(4)</sup>                                                   | 12/19/2021         | Common<br>Stock | 2,000                                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 5.45                                                               | 02/20/2014 <sup>(1)</sup>               |                                                             | M                                       |                                                                                                                 | 1,500                                                          |     | <sup>(4)</sup>                                                   | 12/19/2021         | Common<br>Stock | 1,500                                  |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships                    |
|----------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                              | Director 10% Owner Officer Other |
| Corr Jonathan<br>C/O ELLIE MAE, INC.<br>4155 HOPYARD ROAD, SUITE 200<br>PLEASANTON, CA 94588 | President & COO                  |

## Signatures

/s/ Jonathan H.  
Corr

02/21/2014

    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.
- (2) Option vests with respect to 25% of the shares subject thereto on August 17, 2012, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on August 17, 2015.
- (3) 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.
- (4) Option vests with respect to 25% of the shares subject thereto on December 19, 2012, with 1/48th of the shares vesting monthly thereafter, such that the option will be fully vested and exercisable on December 19, 2015.

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.