

ELLIE MAE INC  
Form 8-K  
June 25, 2012

**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): June 25, 2012**

**ELLIE MAE, INC.**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction

of incorporation)

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**001-35140**  
(Commission

File Number)

**94-3288780**  
(IRS Employer

Identification Number)

**4155 Hopyard Road, Suite 200**

**Pleasanton, California 94588**

(Address of principal executive offices, including Zip Code)

**Registrant's telephone number, including area code: (925) 227-7000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On June 25, 2012, Ellie Mae, Inc. (the Company ) announced that it and certain of its directors and executive officers intend to offer shares of the Company s common stock in a public offering pursuant to the Company s effective shelf registration statement. A copy of the press release is attached as Exhibit 99.1 hereto and incorporated herein by reference.

In addition, in connection with the proposed public offering, the Company has updated the risk factors contained in its periodic reports filed under the Securities Exchange Act of 1934, as amended. A copy of the updated risk factors is attached as Exhibit 99.2 hereto and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit

| No.  | Description                        |
|------|------------------------------------|
| 99.1 | Press Release dated June 25, 2012. |
| 99.2 | Risk Factors.                      |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 25, 2012

ELLIE MAE, INC.

By: /s/ Edgar A. Luce

Name: Edgar A. Luce

Title: Chief Financial Officer

**EXHIBIT INDEX**

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