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SERVICESOURCE INTERNATIONAL, INC. Form 4 June 09, 2014 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Reynolds Barry D. Issuer Symbol SERVICESOURCE (Check all applicable) **INTERNATIONAL, INC. [SREV]** (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) C/O HOUSATONIC 06/05/2014 PARTNERS, ONE POST STREET, **SUITE 2600** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SAN FRANCISCO, CA 94104 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Transaction(A) or Disposed of Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (D) Beneficially Form: Direct Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 19,980 06/05/2014 \$0 19,980 D Α A Stock (1)By Housatonic Common 3,874,303 I Stock Micro Fund SBIC, LP (2) Common 2,757,322 I By Stock Housatonic Equity Investors IV,

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Common Stock	127,111 I	LP (3) By Housatonic Equity Affiliates IV, LP (4)
Reminder: Report on a separate line for each class of securities benef	icially owned directly or indirectly.	
	of SEC 1474 not (9-02)	

required to respond unless the form displays a currently valid OMB control number.

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

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
Derivative				Securities			(Instr	. 3 and 4)		Owne
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)DerivativeVersion	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion (Month/Day/Year) Execution Date, if any Code of Code of Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion (Month/Day/Year) Execution Date, if or Exercise Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Conversion or Exercise Price of Operivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date of (D) Exercisable Date (Month/Day/Year) (Date Expiration Date of (D)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Amou Under Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amou Under Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amou Under Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (InstrAmou Under Securities Securities Acquired (Instr. 3, 4, and 5)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code ofExpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 8)Derivative Security(Month/Day/Year)Instr. 8)Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)Securities Securities SecuritiesSecurities (Instr. 3)Securities (Instr. 3)Securities (Instr. 3)Securities (Instr. 3)DateExpiration Date (D) (Instr. 3) DateSecurities (Instr. 3)Securities (Instr. 3)Securities (Instr. 3)Securities (Instr. 3)DateExpiration Date (Instr. 3)Instr. 8)DateSecurities (Instr. 3)Securities (Instr. 3)SecurityInstr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8)SecurityInstr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8)SecurityInstr. 8)Instr. 8)Instr. 8)Instr. 8)Instr. 8) <td>Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber of of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 5)Derivative Securities (Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Ins</td>	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber of of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 5)Derivative Securities (Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Ins

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reynolds Barry D. C/O HOUSATONIC PARTNERS **ONE POST STREET, SUITE 2600** SAN FRANCISCO, CA 94104

Signatures

/s/ Barry D. 06/09/2014 Reynolds <u>**</u>Signature of Reporting Person

Date

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Reporting Owners

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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 reported securities are represented by restricted stock units, or RSUs. All of the RSUs vest on May 29, 2015.

The securities are owned by Housatonic Micro Fund SBIC, L.P. ("HMF SBIC"). The Reporting Person is a Manager of Housatonic Micro Partners SBIC, L.L.C. which serves as the general partner of HMF SBIC. As such, the Reporting Person may be deemed to have indirect

(2) Funders object, E.E.C. which serves as the general particle of HMF SDFC. As such, the Reporting Ferson had be declined to have induced beneficial ownership of the shares held by HMF SBIC. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his proportionate pecuniary interest therein.

(3) The securities are owned by Housatonic Equity Investors IV, L.P. ("HEI IV"). The Reporting Person is a Manager of Housatonic Equity Partners IV, L.L.C. ("HEP IV") which serves as the general partner of HEI IV. As such, the Reporting Person may be deemed to have indirect beneficial ownership of the shares held by HEI IV. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his proportionate pecuniary interest therein.

The securities are owned by Housatonic Equity Affiliates IV, L.P. ("HEA IV"). The Reporting Person is a Manager of HEP IV which serves as the general partner of HEA IV. As such, the Reporting Person may be deemed to have indirect beneficial ownership of the

(4) serves as the general parties of HEA IV. As such, the Reporting Ferson may be deemed to have induced beneficial ownership of the shares held by HEA IV. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his proportionate pecuniary interest therein.

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.