

LIVEPERSON INC
Form SC 13G/A
February 14, 2002

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OMB APPROVAL

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

SCHEDULE 13G
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b)(c),
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

(AMENDMENT NO. 1)*

LivePerson, Inc.

(Name of Issuer)

COMMON STOCK, \$.001 PAR VALUE

(Title of Class of Securities)

53814610

(CUSIP Number)

DECEMBER 31, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

/ / Rule 13d-1(b)
/ / Rule 13d-1(c)
/x/ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act

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but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13G

Item 1(a). NAME OF ISSUER: LivePerson, Inc. (the "Company")

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES: 462 7th Avenue -
21st Floor New York, NY 10018

ITEM 2(a)

ITEM 2(b)

ITEM 2(c)

NAME OF PERSON FILING

ADDRESS

CITIZENSHIP OR PLACE
OF ORGANIZATION

Highland Capital Partners IV
Limited Partnership ("Highland
Capital"), a Delaware limited
partnership

92 Hayden Avenue
Lexington, MA 02421

Delaware

Highland Management Partners IV
LLC ("Highland Management"),
a Delaware limited liability
company and the sole general
partner of Highland Capital

92 Hayden Avenue
Lexington, MA 02421

Delaware

Robert F. Higgins, Paul A. Maeder,
Daniel J. Nova and Wycliffe K.
Grousbeck, the managing
members of Highland
Management, and Keith E.
Benjamin, a former managing
member of Highland
Management

Highland Capital Partners, Inc.
92 Hayden Avenue
Lexington, MA 02421

United States

Item 4. OWNERSHIP.

Not applicable.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

This statement is being filed to report the fact that as of the date hereof each reporting person has ceased to be the beneficial owner of more than five percent of the Common Stock, par value \$.001 per share, of the Company.

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ALL OTHER ITEMS REPORTED ON THE SCHEDULE 13G DATED AS OF FEBRUARY 5,
2001 AND FILED ON BEHALF OF THE REPORTING PERSONS WITH RESPECT TO THE
COMMON STOCK OF LivePerson, INC. REMAIN UNCHANGED.

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SIGNATURE

After reasonable inquiry and to the best of his or its knowledge and
belief, each of the undersigned certifies that the information set forth in this
statement is true, complete and correct.

Dated: February 12, 2002

HIGHLAND CAPITAL PARTNERS IV
LIMITED PARTNERSHIP

By: Highland Management
Partners IV LLC, Its General Partner

By: /S/ ROBERT F. HIGGINS

Managing Member

HIGHLAND MANAGEMENT PARTNERS IV LLC

By: /S/ ROBERT F. HIGGINS

Managing Member

/S/ ROBERT F. HIGGINS

Robert F. Higgins

/S/ PAUL A. MAEDER

Paul A. Maeder

/S/ DANIEL J. NOVA

Daniel J. Nova

/S/ KEITH E. BENJAMIN

Keith E. Benjamin

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/S/ WYCLIFFE K. GROUSBECK

Wycliffe K. Grousbeck

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Exhibit Index

EXHIBIT NO.

DESCRIPTION

PAGE NO.

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Agreement of Joint Filing

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