## Edgar Filing: Upland Software, Inc. - Form 4

Upland Softw Form 4 June 22, 2013	5 <b>1 4</b> UNITED STATE	CS SECURITIES Washington			COMMISSION		PPROVAL 3235-0287		
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed pursuant to Section 17(a) of the 30(1)	ox       January 31, 2005         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: 2005         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,       Estimated average burden hours per response         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,       0.5         Section 17(a) of the Public Utility Holding Company Act of 1935 or Section       0.5         on       30(h) of the Investment Company Act of 1940							
1. Name and A ESW Capita	ddress of Reporting Person <u>*</u> 1, LLC	2. Issuer Name <b>a</b> Symbol Upland Softwar		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 401 CONGF 2650	(First) (Middle) RESS AVE., SUITE	3. Date of Earliest ' (Month/Day/Year) 06/17/2015	Fransaction		DirectorX 10% Owner Officer (give title Other (specify below) below)				
Filed(Mont			Date Original ar)		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>Form filed by One Reporting Person</li> <li>X_ Form filed by More than One Reporting</li> </ul>				
AUSTIN, IX /8/01 Person									
1.Title of Security (Instr. 3)	(State) (Zip) 2. Transaction Date 2A. Do (Month/Day/Year) Execu any (Mont	eemed 3.	4. Securit ction(A) or Dis (D)	ies Acquired sposed of 4 and 5)	quired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Common Stock	06/17/2015	Code P	V Amount 51,587	(A) or (D) Price A \$8	Transaction(s) (Instr. 3 and 4)	D <u>(1)</u>			
Common Stock	06/19/2015	Р	19,038	A \$8	1,278,523	D (1)			
Common Stock					1,803,574	Ι	See footnote $(2)$		

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

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#### number.

# 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)	4. Transactic Code (Instr. 8)	5. 6. Date Exercisa onNumber Expiration Date of (Month/Day/Yes Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		Date	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address		iips					
hepoting of the trained the top	Director	10% Owner	Officer	Other			
ESW Capital, LLC 401 CONGRESS AVE., SUITE 2650 AUSTIN, TX 78701		Х					
LIEMANDT JOSEPH 401 CONGRESS AVE., SUITE 2650 X AUSTIN, TX 78701							
Signatures							
/s/ Andrew Price, Chief Financial Offic LLC		06/22/2015					
**Signature of Reporting Pers		Date					
/s/ Andrew Price, Attorney-in-Fact for		06/22/2015					
<u>**</u> Signature of Reporting Pers		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).

These shares are held directly by ESW Capital, LLC ("ESW"). Joe Liemandt is the sole member of ESW and may be deemed to have
(1) beneficial ownership, for purposes of Section 13(d) of the Securities Exchange Act of 1934, of the shares held by ESW. Mr. Liemandt disclaims Section 16 beneficial ownership of the shares held by ESW, except to the extent, if any, of his pecuniary interest therein.

These shares are held directly by Acorn Performance Group, Inc. ("Acorn"), a wholly-owned subsidiary of ESW. Each of Mr. Liemandt(2) and ESW disclaims Section 16 beneficial ownership of the shares held by Acorn, except to the extent, if any, of their respective pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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