

SMIT ERIC

Form 4

April 02, 2019

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 *
SMIT ERIC

(Last) (First) (Middle)

1252 BORREGAS AVENUE

(Street)

SUNNYVALE, CA 94089

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EGAIN Corp [EGAN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2019

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)

Chief Financial Officer

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 Ownership (Instr. 4)
Common Stock	03/29/2019 ⁽¹⁾		S	1,000 D	\$ 10.49	138,187	D
Common Stock	03/29/2019		M	2,000 D	\$ 2.5	140,187	D
Common Stock	03/29/2019		M	2,000 D	\$ 6.29	142,187	D
Common Stock	03/29/2019 ⁽¹⁾		S	2,000 D	\$ 10.49 (2) (3)	140,187	D
Common Stock	03/29/2019 ⁽¹⁾		S	2,000 D	\$ 10.49	138,187	D

(2) (4)

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

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Employee Stock Option (right to buy)	\$ 2.5	03/29/2019		M	2,000	<u>(5)</u>	09/19/2027	Common Stock		2,000
Employee Stock Option (right to buy)	\$ 6.29	03/29/2019		M	2,000	<u>(6)</u>	09/11/2024	Common Stock		2,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SMIT ERIC 1252 BORREGAS AVENUE SUNNYVALE, CA 94089	Chief Financial Officer

Signatures

/s/ Eric Smit 04/01/2019

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 7, 2018.
- (2) The reporting person undertakes to provide to the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- (3) Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.42 to \$10.55.
- (4) Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.42 to \$10.55.
- (5) The options, representing a right to purchase a total of 112,000 shares, became exercisable beginning on September 19, 2017 over four years at the rate of 1/48th of the total shares each month.
- (6) The options, representing a right to purchase a total of 75,000 shares, became exercisable beginning on September 11, 2014 over four years at the rate of 1/48th of the total shares each month.

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.