MOTIVE INC Form 4 June 13, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * MARXE AUSTIN W & GREENHOUSE DAVID M

> (First) (Last)

(Middle)

(Zin)

2. Issuer Name and Ticker or Trading Symbol

MOTIVE INC [MOTV]

3. Date of Earliest Transaction

(Month/Day/Year) 06/08/2007

5. Relationship of Reporting Person(s) to Issuer

Officer (give title

(Check all applicable)

X__ 10% Owner _ Other (specify

C/O SPECIAL SITUATIONS **FUNDS. 527 MADISON AVENUE. SUITE 2600**

(Street)

(State)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

NEW YORK, NY 10022

(City)

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities A	equired, Disposed	l of, or Benefi	cially 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 tion(A) or Disposed of (D)) (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	06/08/2007		P	1,500	A	\$ 2.85	2,788,265	I	By Limited Partnerships	
Common Stock	06/11/2007		P	4,700 (1)	A	\$ 2.9	2,792,965 (1)	I (1)	By Limited Partnerships (1)	

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

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SEC 1474 (9-02)

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

1. Title of	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	e Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Exercisable	Expiration Date	or Title Numb			
				C-1- V	(A) (D)				of		
				Code v	(A) (D)				Shares		

X

Reporting Owners

Relationships Reporting Owner Name / Address

10% Owner Officer Other Director MARXE AUSTIN W & GREENHOUSE DAVID M

C/O SPECIAL SITUATIONS FUNDS 527 MADISON AVENUE, SUITE 2600

NEW YORK, NY 10022

Signatures

Austin W.

Marxe 06/13/2007

**Signature of Date

Reporting Person

David M.

Greenhouse 06/13/2007 **Signature of Date

Reporting Person

a currently valid OMB number.

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).

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP), Special Situations Cayman Fund, L.P. (Cayman), Special Situations Technology Fund, L.P. (Tech) and Special Situations Technology II, L.P. (Tech II), respectively. 488,312 shares of Common Stock are held by QP, 180,007 shares of Common Stock are held by Cayman, 280,046 shares of Common Stock are held by Tech and 1,844,600 shares of Common Stock are held by Tech II. The interest of Marxe and Greenhouse in the shares of Common Stock owned by

QP, Cayman, Tech, and Tech II is limited to the extent of his pecuniary interest. 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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