**MOTIVE INC** Form 4 July 07, 2005

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287 Number:

Washington, D.C. 20549

January 31, Expires: 2005

10% Owner

\_ Other (specify

0.5

**OMB APPROVAL** 

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Director

\_X\_\_ Officer (give title \_\_

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

MOTIVE INC [MOTV]

3. Date of Earliest Transaction

(Month/Day/Year)

07/07/2005

Symbol

(Print or Type Responses)

Van Zant Kenny

12515 RESEARCH

(Last)

1. Name and Address of Reporting Person \*

(First)

(Middle)

1(b).

BLVD., BU	JILDING 5	07/07/2003					below) below) EVP of Marketing		
AUSTIN, T		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)  1.Title of Security (Instr. 3)	(State)  2. Transaction Date (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	07/07/2005		Code V	Amount 7,500 (1)	(A) or (D)	Price \$ 9.98	Reported Transaction(s) (Instr. 3 and 4) 875,078	(I) (Instr. 4)	by Van Zant Limited Partnership
Common Stock	07/07/2005		S	2,500 (1)	D	\$ 10	872,578	I	by Van Zant Limited Partnership
Common Stock	07/07/2005		S	2,500 (1)	D	\$ 10.05	870,078	I	by Van Zant Limited Partnership

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Common Stock	07/07/2005	S	2,500 (1)	D	\$ 10.06	867,578	I	by Van Zant Limited Partnership (2)
Common Stock						131,281	I	by Van Zant 2003 Annuity Trust (3)
Common Stock						34,567	I	by Van Zant 2001 Family Trust (4)
Common Stock						96,844	D	

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

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SEC 1474 (9-02)

> Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						]
	•				(A) or						]
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m 1	or		
						Exercisable		Title			
									of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address								
	Director	10% Owner	Officer	Other				

Van Zant Kenny 12515 RESEARCH BLVD. BUILDING 5 AUSTIN, TX 78759

**EVP** of Marketing

Reporting Owners 2

Relationshins

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### **Signatures**

/s/ James Wesley Jomes, Attorney-In-Fact

07/07/2005

\*\*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) Shares were sold under Reporting Person's 10b5-1 Plan.
- (2) Mr. Van Zant is the manager of Van Zant Management, L.L.C., which is the general partner for Van Zant Limited Partnership.
- (3) Mr. Van Zant is the trustee of the Van Zant 2003 Annuity Trust.
- (4) Mr. Van Zant is the trustee of the Van Zant 2001 Family Trust.

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.

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