

MCMORRIS MARC F

Form 4

March 30, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCMORRIS MARC F2. Issuer Name and Ticker or Trading
Symbol
SERVICESOURCE
INTERNATIONAL, INC. [SREV]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O GENERAL ATLANTIC
SERVICE COMPANY,LLC, 3
PICKWICK PLAZA3. Date of Earliest Transaction
(Month/Day/Year)
03/30/2011☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

GREENWICH, CT 06830

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/30/2011		S		2,000,000	D	\$ 9.3
					13,553,573	I	

See
footnotes
(1) (2) (3) (4)

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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(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 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 Acquired (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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MCMORRIS MARC F
C/O GENERAL ATLANTIC SERVICE COMPANY,LLC
3 PICKWICK PLAZA
GREENWICH, CT 06830

X

Signatures

/s/ Marc
McMorris

03/30/2011

**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).

On March 30, 2011, the issuer completed the initial public offering of its common stock, par value \$0.0001 per share (the "Shares"). GA
(1) SS Holding II LLC ("GA II"), the direct record holder of all of the Shares reported herein, sold 2,000,000 Shares in the offering. After such sale, GA II was the direct beneficial owner of the entire 13,553,573 Shares reported herein.

The Shares held by GA II are indirectly beneficially owned by the following: (i) General Atlantic Partners 83, L.P. ("GAP 83"), a member of GA II, and the indirect beneficial owner of 12,294,892 Shares; (ii) GAP Coinvestments CDA, L.P. ("CDA"), a member of GA II, and the indirect beneficial owner of 16,942 Shares; (iii) GapStar, LLC ("GapStar"), a member of GA II, and the indirect beneficial owner of 203,304 Shares; (iv) GAP Coinvestments III, LLC ("GAPCO III"), a member of GA II, and the indirect beneficial owner of 811,155 Shares; (v) GAP Coinvestments IV, LLC ("GAPCO IV"), a member of GA II, and the indirect beneficial owner of 189,872 Shares; and (vi) GAPCO GmbH & Co. KG, a member of GA II, and the indirect beneficial owner of 37,408 Shares.

General Atlantic LLC ("General Atlantic") is the general partner of General Atlantic GenPar, L.P. ("GA GenPar") and CDA. GA GenPar is the general partner of GAP 83. The officers of GapStar and managing members of GAPCO III and GAPCO IV are managing directors of General Atlantic. GAPCO Management GmbH ("GmbH Management") is the general partner of KG. Certain managing directors of General Atlantic make investment decisions for GmbH Management.

(4)

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Mr. McMorris is a director of the issuer and a managing director of General Atlantic. Mr. McMorris disclaims beneficial ownership of the Shares reported herein except to the extent of his 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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