

ROY ASHUTOSH

Form 4

March 02, 2011

**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

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROY ASHUTOSH

2. Issuer Name **and** Ticker or Trading  
Symbol  
EGAIN COMMUNICATIONS  
CORP [egan.ob]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
345 E. MIDDLEFIELD ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2011

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO

MOUNTAIN VIEW, CA 94043

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

(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	03/01/2011		X		1,218,493	A	\$ 0.95
Common Stock	03/01/2001		M		625	A	\$ 2
Common Stock	03/01/2011		M		500,000	A	\$ 0.64
Common Stock	03/01/2011		M		88,541	A	\$ 0.74
Common Stock	03/01/2011		M		250,000	A	\$ 1.25
							7,566,425
							7,567,050
							8,067,050
							8,155,591
							8,405,591

# Edgar Filing: ROY ASHUTOSH - Form 4

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Common Stock Warrants (right to buy)	\$ 0.95	03/01/2011		X	1,218,493	09/24/2008	09/24/2011	Common Stock	1,218,493
Employee Stock Option (right to buy)	\$ 2	03/01/2011		M	625	(1)	04/10/2013	Common Stock	625
Employee Stock Option (right to buy)	\$ 0.64	03/01/2011		M	500,000	(2)	05/27/2015	Common Stock	500,000
Employee Stock Option (right to buy)	\$ 0.74	03/01/2011		M	88,541	(3)	08/20/2019	Common Stock	88,541
Employee Stock Option (right to buy)	\$ 1.25	03/01/2011		M	250,000	(4)	11/27/2017	Common Stock	250,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

ROY ASHUTOSH  
345 E. MIDDLEFIELD ROAD      X      X      President and CEO  
MOUNTAIN VIEW, CA 94043

## Signatures

Ashutosh Roy      03/02/2011

\_\_\_\_\_  
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).
- (1) The option was fully vested as of 4/10/2003
- (2) The option was fully vested as of 1/1/2009
- (3) This option vests as to 1/48th of the shares monthly from vesting start date of 8/2/2009
- (4) The option was fully vested as of 11/27/2008

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.