

Mandeberg Richard
Form 3
February 06, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Â Mandeberg Richard

(Last) (First) (Middle)

1900 SEAPORT BLVD., 3RD FLOOR

(Street)

REDWOOD CITY,Â CAÂ 94063

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/29/2008

3. Issuer Name **and** Ticker or Trading Symbol
SUPPORTSOFT INC [SPRT]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner

☒ X ___ Officer ___ Other
(give title below) (specify below)

Executive Vice President

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock ⁽³⁾

1,000

D Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Non-Qualified Stock Options	12/18/2007 ⁽¹⁾ 12/18/2013	Common Stock 374,000 \$ 5.18	D Â
Non-Qualified Stock Option	12/13/2007 ⁽²⁾ 11/13/2014	Common Stock 100,000 \$ 4.1	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mandeberg Richard 1900 SEAPORT BLVD., 3RD FLOOR REDWOOD CITY, CA 94063	Â	Â	Â Executive Vice President	Â

Signatures

/s/ Anne-Marie Eileraas, by power of attorney 02/06/2008

Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 25% of shares subject to the grant vests on 12/18/07 and the remaining shares vest at a rate of 1/48th of the shares subject to the grant on each monthly anniversary thereafter up to 12/18/10.
- (2) 1/48th of the shares subject to the grant vests monthly from the date of grant up to 11/13/2011. Grant date and vesting commencement date is 11/13/07.
- (3) Since the date of the event requiring this statement, Mr. Mandeberg has acquired 1,000 shares of common stock via SupportSoft, Inc's ESPP plan.

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Remarks:

Exhibit 24. Power of Attorney attached.

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.