

MOTIVE INC
Form 3
May 27, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Remark Markus		(Month/Day/Year)	MOTIVE INC [MOTV]	
(Last)	(First)	(Middle)	05/15/2008	
12515 RESEARCH BLVD.,			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
BUILDING 5				
(Street)			(Check all applicable)	
AUSTIN,Â TXÂ 78759			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			Senior VP, Worldwide Services	<input type="checkbox"/> 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	11,140	D	Â

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	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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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option - Right to Buy	Â (1)	09/04/2010	Common Stock	10,000	\$ 5	D	Â
Stock Option - Right to Buy	Â (2)	06/24/2011	Common Stock	10,000	\$ 10	D	Â
Stock Option - Right to Buy	Â (3)	02/06/2012	Common Stock	10,000	\$ 10.98	D	Â
Stock Option - Right to Buy	Â (4)	05/30/2012	Common Stock	10,000	\$ 8.69	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Remark Markus 12515 RESEARCH BLVD., BUILDING 5 AUSTIN, TX 78759	Â	Â	Â Senior VP, Worldwide Services	Â

Signatures

/s/ Markus
Remark 05/27/2008

__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) The option became exercisable as to 2,000 shares (20%) on September 1, 2004, and then 500 shares (5%) quarterly on each December 1, March 1, June 1 and September 1 after September 1, 2004. As of the date of this report 9,000 shares are exercisable.
- (2) The option became exercisable as to 2,500 shares (25%) on January 1, 2005, and then 625 shares (6.25%) quarterly on each April 1, July 1, October 1 and January 1 after January 1, 2005. As of the date of this report 10,000 shares are exercisable.
- (3) The option became exercisable as to 2,500 shares (25%) on January 1, 2006, and then 625 shares (6.25%) quarterly on each April 1, July 1, October 1 and January 1 after January 1, 2006. As of the date of this report 8,125 shares are exercisable.
- (4) The option became exercisable as to 2,500 shares (25%) on May 5, 2006, and then 625 shares (6.25%) quarterly thereafter on each August 5, November 5, February 5 and May 5 after May 5, 2006. As of the date of this report 7,500 shares are exercisable.

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.