

SERVICESOURCE INTERNATIONAL, INC.

Form 3

September 15, 2014

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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Altai Capital Management, L.P.			(Month/Day/Year)	SERVICESOURCE INTERNATIONAL, INC. [SREV]	
(Last)	(First)	(Middle)	09/03/2014		
152 WEST 57TH STREET, 10TH FLOOR			4. Relationship of Reporting Person(s) to Issuer		
(Street)			(Check all applicable)		
NEW YORK, NY 10019			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)		
			6. Individual or Joint/Group Filing(Check Applicable Line)		
			<input type="checkbox"/> Form filed by One Reporting Person		
			<input checked="" 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	11,727,000	I	See Footnote ⁽¹⁾ ⁽²⁾

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Altai Capital Management, L.P. 152 WEST 57TH STREET, 10TH FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Altai Capital Management, LLC 152 WEST 57TH STREET, 10TH FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Bajaj Rishi 152 WEST 57TH STREET, 10TH FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Symonds Toby Edgcumbe 152 WEST 57TH STREET, 10TH FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Tesoriere Steven Vincent 152 WEST 57TH STREET, 10TH FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â

Signatures

Altai Capital Management, L.P. by /s/ Toby E. Symonds, Authorized Signatory	09/15/2014
__Signature of Reporting Person	Date
Altai Capital Management, LLC by /s/ Toby E. Symonds, Authorized Signatory	09/15/2014
__Signature of Reporting Person	Date
/s/ Rishi Bajaj	09/15/2014
__Signature of Reporting Person	Date
/s/ Toby E. Symonds	09/15/2014
__Signature of Reporting Person	Date
/s/ Steven V. Tesoriere	09/15/2014
__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).

Altai Capital Management, L.P. ("Investment Manager") serves as investment manager of certain investment funds, including Altai (1) Capital Master Fund, Ltd. ("ACMF"). The shares of ServiceSource common stock held by ACMF may be deemed to be beneficially owned by Investment Manager by virtue of its voting and dispositive power over those shares. See note 2 below.

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- (2) Altai Capital Management, LLC ("IMGP") serves as the general partner of Investment Manager. Each of Mr. Bajaj, Mr. Symonds and Mr. Tesoriere are managing principals of Investment Manager and members of IMGP. Each reporting person disclaims beneficial ownership of these securities except to the extent of his or its pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or any other purpose.

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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