

SERVICESOURCE INTERNATIONAL, INC.
 Form 4
 February 15, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Housatonic Micro Fund SBIC, L.P.

2. Issuer Name and Ticker or Trading Symbol

SERVICESOURCE INTERNATIONAL, INC. [SREV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Former 10% Owner

(Last) (First) (Middle)

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

02/13/2012

C/O HOUSATONIC PARTNERS, 44 MONTGOMERY STREET, SUITE 4010

(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

SAN FRANCISCO, CA 94104

(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	02/13/2012		S		204,449	D	\$ 16.92	710,671	I	By Housatonic Equity Investors SBIC, LP (1)
Common Stock	02/13/2012		S		1,114,577	D	\$ 16.92	3,874,303	I	By Housatonic Micro Fund SBIC, LP

									(2)
Common Stock	02/13/2012	S	411,981	D	\$ 16.92	1,432,059	I		By Housatonic Equity Investors IV, LP ⁽³⁾
Common Stock	02/13/2012	S	18,993	D	\$ 16.92	66,018	I		By Housatonic Equity Affiliates IV, LP ⁽⁴⁾

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

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(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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Housatonic Micro Fund SBIC, L.P. C/O HOUSATONIC PARTNERS 44 MONTGOMERY STREET, SUITE 4010 SAN FRANCISCO, CA 94104				Former 10% Owner
Housatonic Micro Partners SBIC, L.L.C. C/O HOUSATONIC PARTNERS 44 MONTGOMERY STREET, SUITE 4010				Former 10% Owner

SAN FRANCISCO, CA 94104

Housatonic Equity Investors IV LP
 C/O HOUSATONIC PARTNERS
 44 MONTGOMERY STREET, SUITE 4010
 SAN FRANCISCO, CA 94104
 Former 10% Owner

Housatonic Equity Affiliates IV LP
 C/O HOUSATONIC PARTNERS
 44 MONTGOMERY STREET, SUITE 4010
 SAN FRANCISCO, CA 94104
 Former 10% Owner

Housatonic Equity Partners IV, L.L.C.
 C/O HOUSATONIC PARTNERS
 44 MONTGOMERY STREET, SUITE 4010
 SAN FRANCISCO, CA 94104
 Former 10% Owner

Housatonic Equity Investors SBIC, L.P.
 C/O HOUSATONIC PARTNERS
 44 MONTGOMERY STREET, SUITE 4010
 SAN FRANCISCO, CA 94104
 Former 10% Owner

Housatonic Equity Partners SBIC, L.L.C.
 C/O HOUSATONIC PARTNERS
 44 MONTGOMERY STREET, SUITE 4010
 SAN FRANCISCO, CA 94104
 Former 10% Owner

Signatures

/s/ Barry D. Reynolds, Manager of Housatonic Micro Partners SBIC, LLC, which serves as the general partner of Housatonic Micro Fund SBIC, L.P. 02/15/2012
 Date
 __Signature of Reporting Person

/s/ Barry D. Reynolds, Manager of Housatonic Micro Partners SBIC, LLC 02/15/2012
 Date
 __Signature of Reporting Person

/s/ Barry D. Reynolds, Manager of Housatonic Equity Partners IV, LLC, which serves as the general partner of Housatonic Equity Investors IV, LP and Housatonic Equity Affiliates IV, LP 02/15/2012
 Date
 __Signature of Reporting Person

/s/ Barry D. Reynolds, Manager of Housatonic Equity Partners IV, LLC 02/15/2012
 Date
 __Signature of Reporting Person

/s/ Barry D. Reynolds, Manager of Housatonic Equity Partners SBIC, LLC, which serves as the general partner of Housatonic Equity Investors SBIC, LP 02/15/2012
 Date
 __Signature of Reporting Person

/s/ Barry D. Reynolds, Manager of Housatonic Equity Partners SBIC, LLC 02/15/2012
 Date
 __Signature of Reporting Person

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).

The securities are owned by Housatonic Equity Investors SBIC, L.P. ("HEI SBIC"). Housatonic Equity Partners SBIC, L.L.C. ("HEP SBIC") serves as the general partner of HEI SBIC. As such, HEP SBIC possesses sole voting and investment control over the shares owned by HEI SBIC and may be deemed to have indirect beneficial ownership of the shares held by HEI SBIC. HEP SBIC owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(2) The securities are owned by Housatonic Micro Fund SBIC, L.P. ("HMF SBIC"). Housatonic Micro Partners SBIC, L.L.C. ("HMP SBIC") serves as the general partner of HMF SBIC. As such, HMP SBIC possesses sole voting and investment control over the shares owned by HMF SBIC and may be deemed to have indirect beneficial ownership of the shares held by HMF SBIC. HMP SBIC owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(3) The securities are owned by Housatonic Equity Investors IV, L.P. ("HEI IV"). Housatonic Equity Partners IV, L.L.C. ("HEP IV") serves as the general partner of HEI IV. As such, HEP IV possesses sole voting and investment control over the shares owned by HEI IV and may be deemed to have indirect beneficial ownership of the shares held by HEI IV. HEP IV owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(4) The securities are owned by Housatonic Equity Affiliates IV, L.P. ("HEA IV"). HEP IV serves as the general partner of HEA IV. As such, HEP IV possesses sole voting and investment control over the shares owned by HEA IV and may be deemed to have indirect beneficial ownership of the shares held by HEA IV. HEP IV owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its 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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