

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-10**
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ISSUER

RIGHTNOW TECHNOLOGIES INC

CIK: **1111247** | IRS No.: **810503640** | State of Incorporation: **MT** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address
77 DISCOVERY DR
BOZEMAN MT 59718

Business Address
77 DISCOVERY DR
BOZEMAN MT 59718

REPORTING OWNER

Greylock X GP Limited Partnership

CIK: **1299563** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **000-31321** | Film No.: **04969949**

Mailing Address
880 WINTER STREET SUITE
300
WALTHAM MA 02451

Business Address
880 WINTER STREET SUITE
300
WALTHAM MA 02451
781-622-2200

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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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

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

1. Name and Address of Reporting Person Greylock X GP Limited Partnership			2. Issuer Name and Ticker or Trading Symbol RIGHTNOW TECHNOLOGIES INC [RNOW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) ____ Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/10/2004			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
880 WINTER STREET, SUITE 300			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) WALTHAM, MA 02451								
(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	08/10/2004	08/10/2004	C		1,938,793	A	(1)	1,938,793	I	See Footnote (2)

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Sr A Cv Pfd	(1)	08/10/2004	08/10/2004	C			1,473,302	(1)	(1)	Common Stock	1,473,302	(3)	0	I	Greylock X Limited Partnership (2)
Sr B Cv Pfd	(1)	08/10/2004	08/10/2004	C			327,100	(1)	(1)	Common Stock	327,100	(3)	0	I	Greylock X Limited Partnership (2)
Sr A Cv Pfd	(1)	08/10/2004	08/10/2004	C			113,248	(1)	(1)	Common Stock	113,248	(3)	0	I	Greylock X-A Limited Partnership (2)

Sr B Cv Pfd	(1)	08/10/2004	08/10/2004	C			25,143	(1)	(1)	Common Stock	25,143	(3)	0	I	Greylock X-A Limited Partnership (2)
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Explanation of Responses:

1. Automatic conversion into Common Stock on a one-for-one basis upon the closing of the issuer's initial public offering and has no expiration date.
2. Represents Shares held by Greylock X Limited Partnership and Greylock X-A Limited Partnership. Greylock X-A GP Limited Partnership is the General Partner of these partnerships and as such is entitled to an indeterminate number of the issuer's shares but disclaims beneficial ownership of the shares except to the extent of its pecuniary interest therein.
3. Not applicable

Signatures

Donald A. Sullivan, Administrative Partner Greylock X GP Limited Partnership

** Signature of Reporting Person

08/12/2004

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.