Edgar Filing: DemandTec, Inc. - Form 4

DemandTec Form 4												
February 05	14 UNITED) STATES			AND EXCH a, D.C. 2054		GE CO	MMISSION	OMB AP OMB Number:	PROVAL 3235-0287		
Check th if no lor subject to Section Form 4 Form 5 obligation may cor <i>See</i> Inst 1(b).	nger to 16. or Filed pu ons ntinue.	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								January 31, 2005 verage s per 0.5		
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> CROSSPOINT ASSOCIATES 2000 LLC			2. Issuer Name and Ticker or Trading Symbol DemandTec, Inc. [DMAN]					5. Relationship of Reporting Person(s) to Issuer				
(Last) 2925 WOC	(First)	(Middle)		Day/Year)	Fransaction		 	(Check Director Officer (give ti :low)	all applicable) the $\underline{X}_{10\%}$ Other below)			
WOODSIE	(Street) DE, CA 94062			endment, D onth/Day/Yea	Date Original ar)		Aj _2	Individual or Join pplicable Line) (_Form filed by Or _Form filed by Mc rson	ne Reporting Per	son		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative Sec	curitie		red, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deem Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securities A our Disposed of (Instr. 3, 4 and Amount	f (D)		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)		
Common Stock	02/04/2010			J <u>(1)</u>	5,401,449	D	Price \$ 6.152	0	I <u>(2)</u>	See Foot Note (2)		
Common Stock	02/04/2010			J <u>(1)</u>	621,846	D	\$ 6.152	0	I <u>(3)</u>	See Footnote (3)		

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

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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name	Reporting Owner Name / Address		Relationships						
			10% Owner	Officer	Other				
CROSSPOINT ASSOCIATES 2000 LLC 2925 WOODSIDE RD WOODSIDE, CA 94062			Х						
Signatures									
/s/ James Dorrian	02/05/2010								
**Signature of	Date								

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).
- (1) Distribution to limited partners.

Reporting Person

- (2) The shares reported on this line are beneficially owned, and the reported distribution was made, by Crosspoint Venture Partners 2000 Q, L.P. (CVP 2000 Q). The reporting person is a general partner of CVP 2000 Q.
- (3) The shares reported on this line are beneficially owned, and the reported distribution was made, by Crosspoint Venture Partners 2000, L.P. (CVP 2000). The reporting person is a general partner of CVP 2000.

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.