

Edgar Filing: EVOLVE SOFTWARE INC - Form S-8

EVOLVE SOFTWARE INC  
Form S-8  
October 10, 2002

As filed with the Securities and Exchange Commission on October 10, 2002  
Registration No. 333-\_\_\_\_\_

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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EVOLVE SOFTWARE, INC.  
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE  
(STATE OR OTHER JURISDICTION OF  
INCORPORATION OR ORGANIZATION)

94-3219745  
(I.R.S. EMPLOYER  
IDENTIFICATION NUMBER)

1400 65TH STREET, SUITE 100  
EMERYVILLE, CA 94608

(ADDRESS, INCLUDING ZIP CODE, OF PRINCIPAL EXECUTIVE OFFICES)

AMENDED AND RESTATED 2000 STOCK PLAN  
AMENDED AND RESTATED 2002 NONSTATUTORY STOCK OPTION PLAN  
AMENDED AND RESTATED 2000 EMPLOYEE STOCK PURCHASE PLAN  
STAND ALONE STOCK OPTION AGREEMENT  
(FULL TITLE OF THE PLANS)

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LINDA ZECHER  
PRESIDENT AND CHIEF EXECUTIVE OFFICER  
EVOLVE SOFTWARE, INC.  
1400 65TH STREET, SUITE 100  
EMERYVILLE, CA 94608  
(510) 428-6000

(NAME, ADDRESS AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF AGENT FOR SERVICE)

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Copy to:

KATHARINE A. MARTIN, ESQ.  
WILSON SONSINI GOODRICH & ROSATI  
PROFESSIONAL CORPORATION  
650 PAGE MILL ROAD  
PALO ALTO, CA 94304  
(650) 493-9300

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CALCULATION OF REGISTRATION FEE

TITLE OF EACH CLASS OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (1)	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE (1)	R
Common Stock, \$0.001 par value per share, issuable under the Amended and Restated 2000 Stock Plan	11,461,871	\$ 0.44 (2)	\$ 5,043,223 (2)	\$
Common Stock, \$0.001 par value per share, issuable under the Amended and Restated 2000 Stock Plan	9,538,129	\$ 0.115 (3)	\$ 1,096,885 (3)	\$
Common Stock, \$0.001 par value per share, issuable under the Amended and Restated 2002 Nonstatutory Stock Option Plan	3,500,000	\$ 0.24 (2)	\$ 840,000 (2)	\$
Common Stock, \$0.001 par value per share, issuable under the Amended and Restated 2000 Employee Stock Purchase Plan	429,089	\$ 0.115 (3)	\$ 49,345 (3)	\$
Common Stock, \$0.001 par value per share, issuable under a Stand Alone Stock Option Agreement	4,000,000	\$ 0.25 (2)	\$ 1,000,000 (2)	\$
Total	28,929,089	---	\$ 8,029,453	\$