

BOTTOMLINE TECHNOLOGIES INC /DE/

Form 4/A

April 11, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
EBERLE ROBERT A

(Last) (First) (Middle)

**C/O BOTTOMLINE
TECHNOLOGIES, 325
CORPORATE DRIVE**

(Street)

PORTSMOUTH, NH 03801

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

**BOTTOMLINE TECHNOLOGIES
INC /DE/ [EPAY]**

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/21/2008

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 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)
Common stock	02/14/2008		<u>M</u> (1)	46,061 A \$ 10	280,701	D	
Common stock	02/14/2008		<u>F</u> (1)	34,196 D \$ 13.47	246,505	D	

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

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(9-02)

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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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (Right to buy)	\$ 10	02/14/2008		M		46,061		09/30/1999	09/30/2008	Common stock	46,061

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
EBERLE ROBERT A C/O BOTTOMLINE TECHNOLOGIES 325 CORPORATE DRIVE PORTSMOUTH, NH 03801	X President and CEO

Signatures

Kevin Donovan as POA for Robert A.
Eberle 04/11/2008

__Signature of Reporting Person

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).

The items with Transaction Codes "M" and "F" in Table I relate to the Director equity program, where shares were withheld by the issuer
(1) in payment of the exercise price of the option reported in Table II. The reporting person is prohibited from selling the remaining 11,865 shares for a period of two years from the exercise date.

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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