CHORDIANT SOFTWARE INC

Form 4/A August 04, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * SPRINGETT DAVID

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CHORDIANT SOFTWARE INC

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

[CHRD]

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

X_ Director Officer (give title below)

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

20400 STEVENS CREEK **BOULEVARD, SUITE 200**

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year) Applicable Line)

08/04/2006

08/02/2006

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

CUPERTINO, CA 95014

Security

(Instr. 3)

(Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed

(State)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

4. Securities 3. TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction Date 3A. Deemed 1. Title of 5. Number 6. Date Exercisable and (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date Derivative Conversion

7. Title and Amount of Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.66	08/02/2006		A	7,500	08/02/2006(1)	08/01/2016	Common Stock	7,500
Stock Option (Right to Buy)	\$ 2.66	08/02/2006		A	5,000	08/02/2006(1)	08/01/2016	Common Stock	5,000
Stock Option (Right to Buy)	\$ 2.66	08/01/2002		A	5,000	08/02/2006(1)	08/01/2016	Common Stock	5,000
Stock Option (Right to Buy)	\$ 2.66	08/02/2006		A	5,000	08/02/2006(1)	08/01/2016	Common Stock	5,000
Stock Option (Right to Buy)	\$ 2.66	08/02/2006		A	5,000	08/02/2006(1)	08/01/2016	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships				
reporting owner runner reduces	Director	10% Owner	Officer	Other	
SPRINGETT DAVID 20400 STEVENS CREEK BOULEVARD, SUITE 200 CUPERTINO, CA 95014	X				
Cianaturas					

Date

Signatures

**Signature of Reporting Person

/s/ Derek Witte (Attorney-In-Fact) 08/04/2006

Reporting Owners 2

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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) The shares are immediately exercisable, with the shares vesting in equal monthly installments over a year period measured from the date of grant.

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.