

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

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SCHEDULE 14A

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**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934**

Filed by the Registrant  Filed by a Party other than the Registrant   
Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a 6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a 12

**LIVEPERSON, INC.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a 6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies: \_\_\_\_\_
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  - (5) Total fee paid: \_\_\_\_\_
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid: \_\_\_\_\_
  - (2) Form, Schedule or Registration Statement No.: \_\_\_\_\_
  - (3) Filing Party: \_\_\_\_\_
  - (4) Date Filed: \_\_\_\_\_

The following materials were presented by LivePerson at a Berenberg Fireside Chat on March 1, 2022.

(d) Exhibits. The following documents are included as exhibits to this report:

99.1\* [Materials presented by LivePerson at a Berenberg Fireside Chat on March 1, 2022](#)



# Berenberg Fireside Chat

**Rob LoCascio**  
Chief Executive Officer  
**John Collins**  
Chief Financial Officer

March 1, 2022

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# Notices

## Forward Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Act"), and Section 21E of the Securities Exchange Act of 1934, as amended. You can generally identify forward-looking statements by our use of forward-looking terminology such as "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "might," "plan," "potential," "predict," "seek," "vision" or "should," or the negative thereof or other variations thereon or comparable terminology. These forward-looking statements involve risks, uncertainties and other factors that could cause actual results to differ materially from those projected. Please refer to our filings with the Securities and Exchange Commission, particularly the "Risk Factors" included in our periodic Form 10-K and Form 10-Q reports, for factors that could cause actual results to materially differ from those we project. The forward-looking statements contained in this presentation are made as of the date hereof and LivePerson, Inc. (the "Company") assumes no obligation to update such statements. This presentation includes adjusted EBITDA, a non-GAAP financial measure, which supplements the Company's financial statements prepared in accordance with GAAP. This non-GAAP financial measure is not intended to supersede or replace the Company's GAAP results. The most directly comparable GAAP financial measure and a detailed reconciliation between GAAP and non-GAAP financial measures is included in the Appendix to this presentation. The following forward-looking measures and the underlying assumptions involve significant known and unknown risks and uncertainties, and actual results may vary materially from these forward-looking measures. The Company does not present a quantitative reconciliation of the forward-looking non-GAAP financial measures adjusted EBITDA and adjusted EBITDA margin to the most directly comparable GAAP financial measures (or otherwise present such forward-looking GAAP measures) because it is impractical to forecast certain items without unreasonable efforts due to the uncertainty and inherent difficulty of predicting, within a reasonable range, the occurrence and financial impact of and the periods in which such items may be recognized. In particular, these non-GAAP financial measures exclude certain items, including amortization of purchased intangibles, stock-based compensation, depreciation, other litigation and consulting costs, restructuring costs, contingent earn-out adjustments, provision for (benefit from) income taxes, interest income (expense), and other expense (income), which depend on future events that are inherently uncertain. Depending on the size of these items, they could have a significant impact on the Company's GAAP financial results. We obtained market, industry and other data in this presentation from our own internal estimates and research, publicly available information about industry and general publications and research, surveys and studies conducted by third parties. While we believe that the publications, research, surveys and studies that we have used is reliable, we have not independently verified the information from third-party sources. While we believe our internal estimates and research are reliable and the market definitions are appropriate, neither such estimates and research nor these definitions have been verified by an independent source.

## Important Additional Information

LivePerson intends to file a proxy statement and proxy card with the SEC in connection with the solicitation of proxies for LivePerson's 2022 Annual Meeting of Stockholders (the "Proxy Statement") and such meeting (the "2022 Annual Meeting"). LivePerson, its directors and certain of its executive officers will be participants in the solicitation of proxies from stockholders in respect of the 2022 Annual Meeting. Information regarding the names of LivePerson's directors and executive officers and their respective interests in LivePerson by security holdings or otherwise is set forth in LivePerson's proxy statement for the 2021 Annual Meeting of Stockholders, filed with the SEC on April 26, 2021 (the "2021 Proxy Statement"). To the extent holdings of such participants in LivePerson's securities have changed since the amounts described in the 2021 Proxy Statement, such changes have been reflected on Initial Statements of Beneficial Ownership on Form 3 or Statements of Change in Ownership on Form 4 filed with the SEC. Additional information can also be found in LivePerson's Annual Report on Form 10-K for the fiscal year ended December 31, 2021, filed with the SEC on February 28, 2022. Details concerning the nominees of LivePerson's Board of Directors for election at the 2022 Annual Meeting will be included in the Proxy Statement. **BEFORE MAKING ANY VOTING DECISION, INVESTORS AND STOCKHOLDERS OF LIVEPERSON ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH OR FURNISHED TO THE SEC, INCLUDING THE PROXY STATEMENT AND ANY SUPPLEMENTS THERETO BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.** Investors and stockholders will also be able to obtain a copy of the definitive Proxy Statement and other documents filed by LivePerson free of charge from the SEC's website, [www.sec.gov](http://www.sec.gov). LivePerson's stockholders will also be able to obtain, without charge, a copy of the definitive Proxy Statement and other relevant filed documents by directing a request by mail to LivePerson, Corporate Secretary, LivePerson Inc., 530 7th Avenue, New York, New York 10018, or from the Company's website, <https://www.liveperson.com>.

# 4Q21 Highlights and Stats



- FY21 revenue grew 28% YoY to \$469.6M
- 4Q21 revenue grew 21% YoY to \$123.8M



Automated messaging volume increased 44% YoY across a strong customer base, paving the way to drive profitable growth



- FY21 adjusted EBITDA of \$29.1M, at 6.2% margin
- 4Q21 adjusted EBITDA loss of \$(4.4)M was \$15.1M better than the guidance midpoint as we shifted our strategic focus to more optimally balance profit generation with growth acceleration



- 4Q21 revenue retention was within our target range of 105%-115% for the 18th consecutive quarter
- TTM ARPU grew 31% YoY to \$610K



Recently signed a high 8-figure healthcare deal to provide access to the testing data necessary to scale the nascent technology driving precision medicine



- FY21 7-figure deal count: 26, including 17 expansions
- 4Q21 7-figure deal count: 7, including 4 expansions

# Notable Wins in 4Q21



## One of the three largest water companies in the U.K.

- Key offerings: Managed Services (Gainshare), IVR deflection, AI-powered messaging
- Use cases: deflecting phone calls to WhatsApp for Business and SMS, implementing chat bot automations on WhatsApp and SMS to contain intents related to moving, billing, and payment



## An 8-figure deal to expand into AI-based healthcare

- Key offerings: AI-powered messaging on the Conversational Cloud, Professional Services
- Use cases: delivering a series of consumer diagnostic testing experiences, revolutionizing access to the data vital for scalably personalizing our healthcare



## One of the world's largest cryptocurrency exchanges

- Key offerings: Performance Optimizer, AI-powered messaging using Conversation Builder and Intent Manager
- Use cases: offering live support to accommodate increased usage driven by high trading volatility

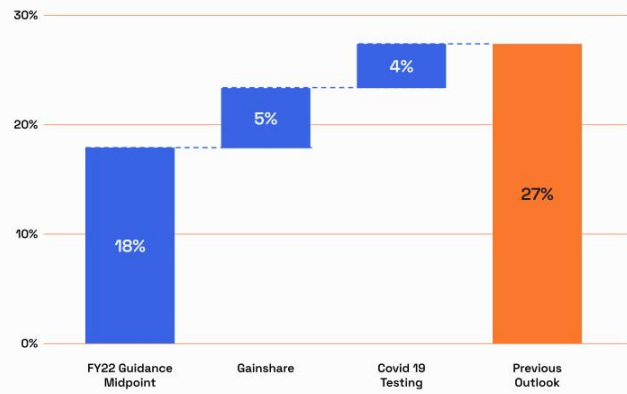


## A top e-commerce platform

- Key offerings: Professional Services, automation with Intent Manager, third-party bot integration, IVR deflection
- Use cases: enhancing the customer service experience through web messaging and other channels, streamlining operations from end-to-end

# Bridge to FY22 Guidance

- FY22 revenue range of \$544.8M to \$563.3M, or 16% to 20% YoY growth
- FY22 adjusted EBITDA range of \$(20)M loss to \$0M, or a margin of (3.7)% to 0%
- Adjusted EBITDA expected to improve sequentially, turning positive in 2H22





# Curiously Human Experiences

**Rob LoCascio**  
Chief Executive Officer

March 1, 2022

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**Vision**

We want to give every person a trusted and loving conversational AI that would help them fulfill their most important intentions around things like their health, finances, and relationships with the trusted brands.

**Values & Principles**


**Dream big**



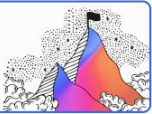
**Help others**



**Pursue expertise**



**Own it**



**B2B2C Mission**



We help brands create Curiously Human™ digital experiences.

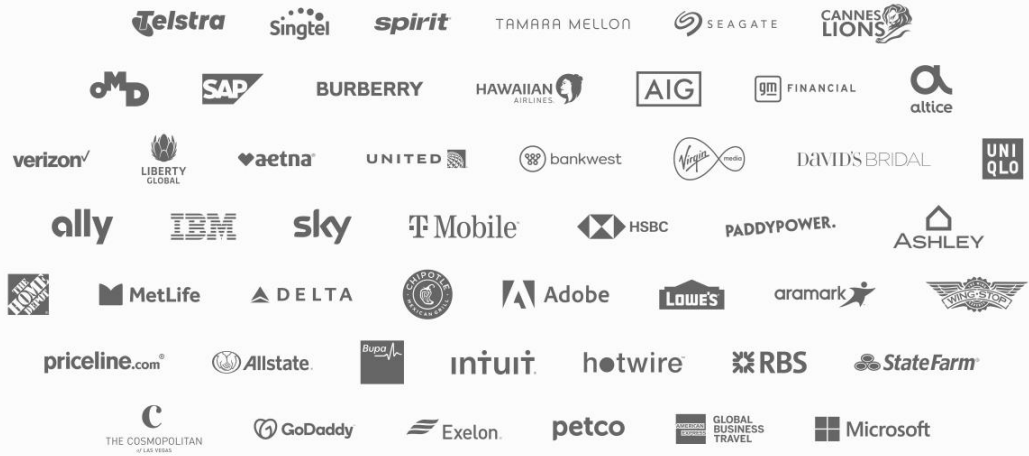
**Goals**

**Leverageable Growth**

**Platform**

- Self-Healing Automation
- Voice AI
- AI Healthcare: Testing Based Precision Medicine
- Maven-SMB Shopify Platform

# Trusted by the world's most innovative brands



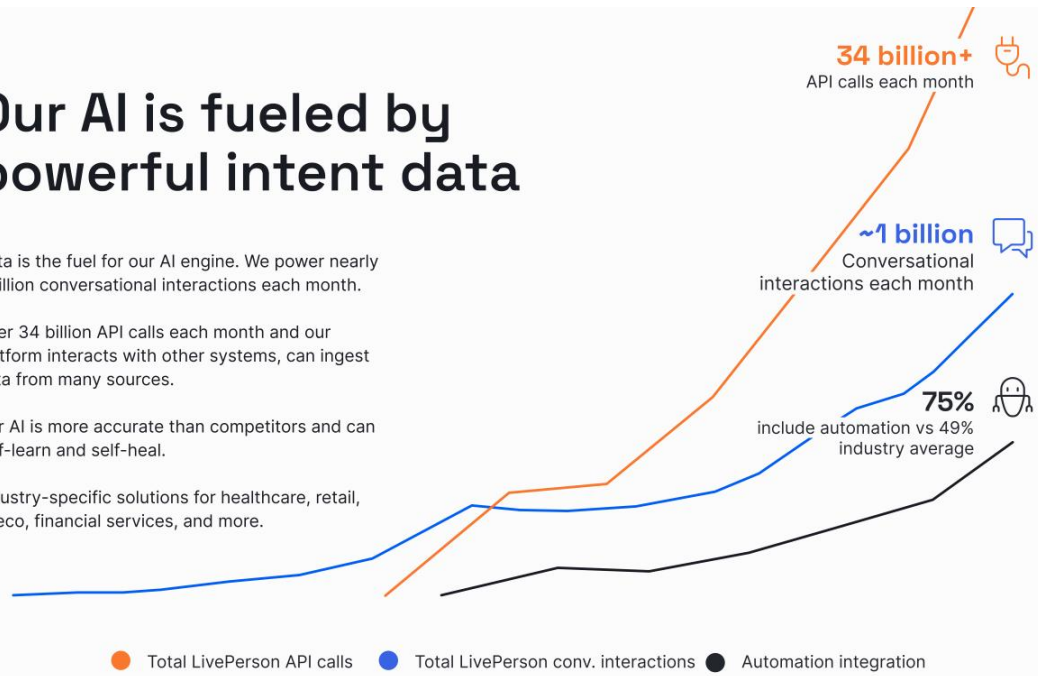
# Our AI is fueled by powerful intent data

Data is the fuel for our AI engine. We power nearly 1 billion conversational interactions each month.

Over 34 billion API calls each month and our platform interacts with other systems, can ingest data from many sources.

Our AI is more accurate than competitors and can self-learn and self-heal.

Industry-specific solutions for healthcare, retail, teleco, financial services, and more.



What customers see:



the digital fortress

# Our Conversational AI solutions drive incredible outcomes, with a more frictionless experience for brands

**20%**

boost in customer satisfaction.



**2X**

uptick in employee efficiency.



**90%**

automation containment rates.



UP TO **10X**

conversion rate versus traditional digital experiences.



**50%**

decrease in agent attrition rates.



[Learn more about our customer successes →](#)

Source: LivePerson



Voice AI



BELLA Health AI



### Conversational AI Cloud

Conversational AI solutions for  
Customer Care, Commerce

- Consumer & Messaging Channels
- Agent & Supervisor Experience
- Administrative Experience
- Integrations & Developer Experience
- Reporting & Analytics
- Automations and AI
- Sentiment

#### ADD-ONS

- Advanced AI & Analytics
- Proactive Messaging

#### KEY 2022 RELEASES

- Native LP Voice
- CRM Integrations
- Guided Flow
- AI Workbench
- Dynamic Actions



BELLA Health AI



Conversational Cloud



Voice AI  
VoiceBase analytics  
VoiceBase

- Voice Transcription
- Omnichannel Conversational Insights
- Powerful Query Language
- Pre-configured BI Dashboards
- Interactive Audio Player

ADD-ONS

- PCI/PII Redaction
- Call Categorization
- Predictive Analytics
- Fully-Hosted BI

KEY 2022 RELEASES

- Voicebase Online
- Additional Languages
- Real-Time Transcription APIs
- Tableau Online



BELLA Health AI



Conversational Cloud



### Voice AI Tenfold integrations



Advanced  
Computer  
Telephony  
Integration (CTI)

Workflow  
Automation

Intelligent Agent  
Desktop

Voice  
Integrations

CRM/Ticketing  
Integrations

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**ADD-ONS**  
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Sandbox  
Licensing

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**KEY 2022 RELEASES**  
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Omnichannel  
Experience

Agent Enabled AI

Digital Messaging

Call Recordings

Conversational  
Analytics

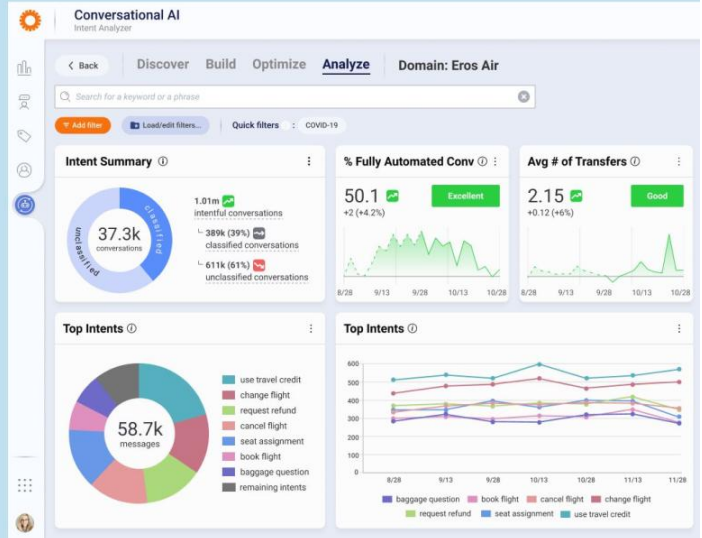


# Understand and act on customer intent

Identify intents to automate, improve conversation design, and personalize consumer journeys.

Our intent engine runs on our proprietary NLU, which is built on over a billion brand-to-consumer conversations and outperforms competitors according to accuracy and F-score.

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# Easily build and customize AI-powered conversations

Build automated conversation flows to fulfill intents in hours versus months.

Define intent-based policies and routing.

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The screenshot displays the 'Conversational AI Conversation Builder' interface. The main workspace is titled 'Design Services' and shows a dialog flow configuration. The flow starts with a 'Dialog starter\_1' node, which triggers when a user message matches a specific pattern: 'hi, hello, howdy, (hi|hello|hey)\*'. Below this, there is a 'Next action' dropdown set to 'Go to: Next interaction'. The flow then proceeds to a 'Greeting' node with the text: 'Hi there! Thank you for choosing HomeCo. 🏡 I'm Homer, the virtual helper 🗨️ How can I assist you today?'. This node has two outgoing actions: 'Design services' and 'Schedule appointment'. The 'Design services' action is set to 'Go to: Design services' and the 'Schedule appointment' action is set to 'Go to: Schedule appointment'. A '+ Custom Rule' button is also visible. The interface includes a sidebar with navigation options like 'Welcome', 'Design Services', 'Dialog starter', 'Greeting', 'Design services', 'Schedule appointment', 'FAQ', 'Fallback', and 'Goodbye'. The top navigation bar includes 'Back', 'HomeCo', 'Dialogs', 'Integrations', 'Global Functions', and 'Agent Connectors'.

# Manage conversations

Agents can hold multiple conversations and monitor bot interactions. Whether from the office, at home, or on-the-go, our cloud-based workspace makes it easy to manage everything conversational from desktop or mobile.

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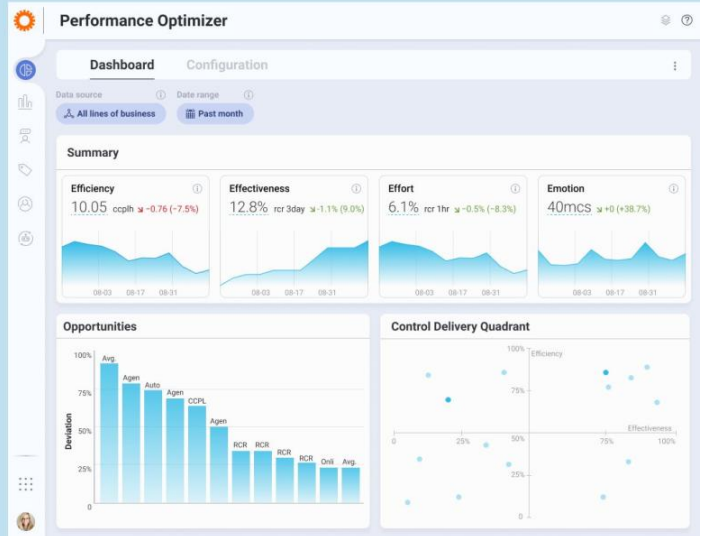
The screenshot displays the LivePerson Agent Workspace interface. At the top, it shows performance metrics: 42 OPEN, 90% CSAT, and 20 MICS. The main interface is divided into three sections:

- Agent List (Left):** A list of agents including Trove Pierce, Marco Carrelli, Jenny Watson, Jenna Murphey, Tony Rosai, LaTiesha Titus, Avi Lahwani, Yue Fan, Nina Marrero, Christie Ranger, and May Line.
- Chat Window (Center):** A conversation with Trove Pierce. The chat history shows a customer asking about a \$5,000 transaction, an agent confirming it, and the customer asking for a faster transfer. The agent provides a link to a "Deposit timing" article with 85% relevance.
- Consumer Info (Right):** A panel showing customer details for Trove Pierce, including campaign, city, state, country, IP address, and account information.

# Benchmark and fine-tune conversational operations

Measure operational KPIs with AI-driven insights, and benchmark against industry groups.

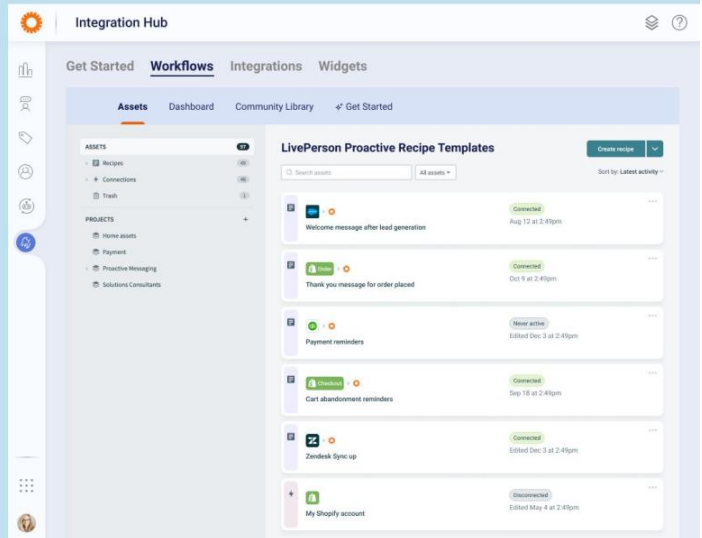
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# Easily read from and write to your existing systems of record

The Conversational Cloud is open, and integrates with backend systems through our integration hub.

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The screenshot displays the 'Integration Hub' interface, specifically the 'Workflows' section. The top navigation bar includes 'Get Started', 'Workflows', 'Integrations', and 'Widgets'. Below this, there are tabs for 'Assets', 'Dashboard', 'Community Library', and 'Get Started'. The main content area is titled 'LivePerson Proactive Recipe Templates' and features a search bar, a filter dropdown set to 'All assets', and a 'Sort by Latest activity' option. A list of templates is shown, each with a status indicator (e.g., 'Connected', 'Near active', 'Disconnected') and an edit timestamp. The templates include: 'Welcome message after lead generation' (Connected, Aug 12 at 2:45pm), 'Thank you message for order placed' (Connected, Dec 5 at 2:45pm), 'Payment reminders' (Near active, Edited Dec 3 at 2:45pm), 'Cart abandonment reminders' (Connected, Sep 18 at 2:45pm), 'Zendesk Sync up' (Connected, Edited Dec 3 at 2:45pm), and 'My Shopify account' (Disconnected, Edited May 4 at 2:45pm). A 'Create recipe' button is visible in the top right corner of the template list.

