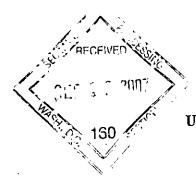
# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549



## FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

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OMB APPROVAL

OMB Number: 3235-0076 Expires: March 30, 2008 Estimated average burden hours per form.....1

SI	USE ONLY
Prefix	Serial
DA	E RECEIVED

				<del></del>			
Name of Offering (☐ check if this is an an	nendment and name has chang	ed, an	id indicate change.)		-		
BroadSoft, Inc. Issuance of Restricted Com	mon Stock and Options to pur	chase	Common Stock (and	inderlying Comr	non Sto	ock issuable upon c	
Filing Under (Check box(es) that apply):	☐ Rule 504		□l Rule 505	⊠Rule 506		☐ Section 4(6)	☐ ULOE
Type of Filing:		X	New Filing			Amendment	
	A. BAS	IC ID	ENTIFICATION DA	TA			
1. Enter the information requested about	the issuer					1 ( <b>44</b> 11) <b>38</b> 711 ( <b>38</b> 11 <b>29</b> 71	FOR THE PERSON AND THE THE
Name of Issuer ( check if this is an amer	ndment and name has changed	, and	indicate change.)				
BroadSoft, Inc.							
Address of Executive Offices	(Number and S	reet, (	City, State, Zip Code)	Telephone Nu	mber (	070	77700
220 Perry Parkway Gaithersburg, MD 200	877			(240) 364-520	6	010	77703
Address of Principal Business Operations (		e, Zip	Code)	Telephone Nu	mber (i	including Area Cou	IC)
(if different from Executive Offices)	-		<b>~</b> ~	ļ			
			_ BBUU⊏d				
Brief Description of Business	·			NACE			
Broadband Software Solutions			SEDIO	<del></del>			
Type of Business Organization			051 12 4	אַנטוי אַ			
<b>☑</b> corporation	☐ limited partnership, alread	ly fon	med THOMSO	)A:		other (please spec	ify):
☐ business trust	☐ limited partnership, to be	forme	d FINANCI	<u> </u>			
	-	1		<u>car</u>			
Actual or Estimated Date of Incorporation	or Organization:	1	1 9	8	150	Actual	☐ Estimated
	on: (Enter two-letter U.S. )	Docte1	Canzina abbreviation fo	or State	E	Actual	C Estillated
Jurisdiction of Incorporation or Organizati	on: (Enter two-letter U.S.)  CN for Canada; FN fo			n Duic.			DE

#### GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

# A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Boxes	☐ Promoter	■ Beneficial Owner	☐ Executive Officer	Director	General and/or
that Apply:		es Belleticiai Owlici			Managing Partner
Bessemer Venti	t name first, if individual) are Partners IV L.P.				
Business or Res	idence Address (Number and enture Partners, 1865 Palmer	Street, City, State, Zip Code) Avenue, Larchmont, NY 10538,	, Attn: J. Edmund Colloton		
Check Box(es) that Apply:	Promoter	E Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner
	t name first, if individual)				
	artnership IX, and affiliated e				
Business or Res	sidence Address (Number and roomste Center, 1000 Winter S	Street, City, State, Zip Code) treet. Suite 3300, Waltham, MA	02451, Attn: Richard Burnes		
Check Box(es) that	Promoter	Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
	t name first, if individual)		<del></del>		
	dsoft Investors, LLC	1 Street, City, State, Zip Code)		<del></del>	
c/o Columbia (	Sidence Address (Number and Capital, L.L.C., Attn: Jay Mark	kley, 201 North Union Street, St	uite 300, Alexandria, VA 22314		
Check Boxes that Apply:	☐ Promoter	E Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
	it name first, if individual)  L.P., and affiliated entities				
Business or Re	sidence Address (Number and	Street, City, State, Zip Code)			
c/o Crescendo	Ventures Management, LLC,	480 Cowper Street, Suite 300, F	Palo Alto, CA 94301, Attn: Jason		
Check Box(es) that Apply:	☐ Promoter	E Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
	st name first, if individual)				
Business or Re	sidence Address (Number and	d Street, City, State, Zip Code)			
Check Boxes that Apply:	Inc., 220 Perry Parkway, Ga	Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (La	st name first, if individual)				
Business or Re		1 Street, City, State, Zip Code)			<del></del>
	e, Suite 350, Palo Alto, CA 94			□ Pi	Comment and the
that Apply:	☐ Promoter	■ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
	st name first, if individual) III-A, L.P., and affiliated enti	tics			
Business or Re		d Street, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	Executive Officer	Director	☐ General and/or Managing Partner
	st name first, if individual)				
Business or Re	esidence Address (Number an oura Road, Calabasas, CA 913	d Street, City, State, Zip Code)			
20360 W. Ago	una Roau, Calabasas, CA 913	<u></u>			

## A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

Check	☐ Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or
Box(es) that Apply:	□ Promoter	D Belleticial Owiler	Es faccilive office.	_ Brottor	Managing Partner
	t name first, if individual)				
Gary M. Ford					
Business or Res C/o BroadSoft,	sidence Address (Number ar Inc., 220 Perry Parkway, Gr	nd Street, City, State, Zip Code) aithersburg, MD 20877			
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Las	t name first, if individual)				
Hoffpauir, Scot					
	sidence Address (Number an Inc., 220 Perry Parkway, G	d Street, City, State, Zip Code) aithersburg, MD 20877			
Check Boxes that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Las	t name first, if individual)				
Salopek, Phillip					<del></del>
	sidence Address (Number ar Inc., 220 Perry Parkway, G	nd Street, City, State, Zip Code) aithersburg, MD 20877			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☑ Director	☐ General and/or Managing Partner
	st name first, if individual)	· · · · · · · · · · · · · · · · · · ·			
Tessler, Micha					
Business or Re		nd Street, City, State, Zip Code) aithersburg, MD 20877			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (La	st name first, if individual)				
Tholen, James					
		and Street, City, State, Zip Code)			
C/o BroadSoft	, Inc., 220 Perry Parkway, C				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director	General and/or Managing Partner
	st name first, if individual)				
		and Street, City, State, Zip Code)	•		-
		er Avenue, Larchmont, NY 10538		<u>-</u>	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	E Director	☐ General and/or Managing Partner
	st name first, if individual)				,
Business or Re		nd Street, City, State, Zip Code) Gaithersburg, MD 20877			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	区 Director	General and/or Managing Partner
	st name first, if individual)				
Business or R	esidence Address (Number	and Street, City, State, Zip Code)			
C/o BroadSof	, Inc., 220 Perry Parkway, (	Jaithersburg, MD 20877			

# A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
  - Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	Promoter	Beneficial Owner	☐ Executive Officer	<b>☑</b> Director	☐ General and/or Managing Partne:
Full Name (Last	name first, if individual)				
Maine, Douglas					
		Street, City, State, Zip Code)			
C/o BroadSoft,	inc., 220 Perry Parkway, Gai				<b>5</b> 6 1 11
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	☐ Executive Officer	☑ Director	General and/or Managing Partner
Full Name (Last Markiey, Jay	name first, if individual)				
Business or Res	idence Address (Number and	Street, City, State, Zip Code)			
c/o Columbia C	apital, L.L.C., Attn: Jay Mar	kley, 201 North Union Street, S	uite 300, Alexandria, VA 223	14	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director	General and/or Managing Partner
	t name first, if individual)				<u> </u>
		d Street, City, State, Zip Code)	<u> </u>		
	Inc., 220 Perry Parkway, Ga				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director	General and/or Managing Partner
Joseph R. Zell	t name first, if individual)				
Business or Res	sidence Address (Number and	Street, City, State, Zip Code)	ED 01000		
		Road, Suite 800, Timonium, M			☐ General and/or
Check Box(es) that Apply:	☐ Promoter	Beneficial Owner	☐ Executive Officer	Director	Managing Partner
	t name first, if individual)				
Business or Re	sidence Address (Number an	d Street, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (La	st name first, if individual)				
Business or Re	sidence Address (Number ar	nd Street, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner
Full Name (La	st name first, if individual)				
Business or Re	sidence Address (Number a	nd Street, City, State, Zip Code		<del></del>	
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partr.er
	st name first, if individual)		<u> </u>		
Business or Re	esidence Address (Number a	nd Street, City, State, Zip Code	)		

					В.	INFORMA	TION ABO	UT OFFER	UNG				
1.	Has the iss	suer sold, or o	does the issue	r intend to s	ell, to non-a	sccredited in	ivestons in th	is offering?	ınder ULOE.		Y	es No	X_
2.	What is th	e minimum i	nvestment the	at will be acc	cepted from	any individ	lual?		***************************************			\$ <u>no mini</u>	mum
3.	Does the o	offering perm	it joint owner	ship of a sin	ngle unit?						Y	'es <u>X</u> No	_
	solicitation registered	n of purchas with the SEC	ers in connec	ction with sa a state or st	ales of sect ates, list the	crities in the name of th	e offering. I e broker or d	lf a person t	o be listed is	an associate	d person or a	agent of a bi	nuneration for roker or dealer rsons of such a
N/A							_						
Full	Name (Las	st name first,	if individual)	1	· •				-				
Busi	ness or Re	sidence Add	ress (Number	and Street,	City, State,	Zip Code)							1
Nam	e of Assoc	ciated Broker	or Dealer		<del></del>			· <del></del>					
State	s in Whic	h Person List	ed Has Solici	ted or Intend	ds to Solicit	Purchasers			<u> </u>		<u></u>		
(Che	ck "All St	ates" or chec	k individual	States)		.,,	•••••					***************************************	All States
[AL]		[AK]	[AZ]	[AR]	[CA]	[CO]	[CI]	[DE]	[DC]	[FL]	(GA)	[HI]	[ID]
[IL]		[IN]	[AI]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT	1	[NE]	[NV]	[NH]	[NJ]	[NM]	[YY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	-	ISC)	[SD]	[TN]	[TX]	וטון	[VI]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]
	Name (La	· · ·	if individual	)									,
	-												
Bus	iness or Re	esidence Add	ress (Number	and Street,	City, State,	Zip Code)	-						
Nan	ne of Asso	ciated Broke	r or Dealer										<b>-</b> '
Stat	es in Whic	h Person Lis	ted Has Solic	ited or Inten	ds to Solici	t Purchasers	<del></del>						
			ck individual		***************************************	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				************			All States
` [AL		[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	(HII)	[ID]
[IL]	-	[IN]	[AI]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[CM]
[M]		INEI	[NV]	[NH]	[וא]	. [NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]		[SC]	[SD]	[TN]	[TX]	ָניטן	[VT]	[VA]	[VA]	[WV]	[WI]	[WY]	[PR]
			, if individua	1)									
Bus	siness or R	esidence Ado	dress (Numbe	r and Street,	City, State	, Zip Code)		•			<del></del>		
Nar	ne of Asso	ociated Broke	r or Dealer	<u> </u>							<del></del> -		
	tec in U/hi	ch Person I is	sted Has Solid	rited or Inter	nds to Solin	it Purchaser	<u> </u>	···-					,
			ck individual				_				••••		All States
`		[AK]	(AZ)	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[10]
[Al [IL]		[IN]	[A2] [IA]	[KS]	[KY]	[LA]	[ME]	[MD]	(MA)	[MI]	[MN]	[MS]	 [MO]
[M		[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[ОН]	(OK)	[OR]	(PA]
IRI		ISCI	[SD]	[TN]	[TX]	ប្រា	[\T]	[VA]	 [VA]	[WV]	[WI]	[WY]	[PR]

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND		
1.	Enter the aggregate offering price of securities included in this offering and the total amount already	sold. Enter "0" if answer	r is "none" or "zero." If the
	transaction is an exchange offering, check this box \( \square\) and indicate in the columns below the amounts of the	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	D.U.	\$	\$
	Debt	\$	\$
	Common Preferred		A 2.050.000.000
	Convertible Securities (including warrants)	\$ 2,070,000.00*	\$ 2,070,000,00*
	Partnership Interests	\$	s
	Other (Specify)	\$	5
	Total	\$ <u>2.070,000.00*</u>	\$2,070,000,00*
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number	Aggregate
		Investors	Dollar Amount
			of Purchases
	Accredited Investors	1	\$ <u>2,070,000.00*</u>
	Non-accredited Investors		. \$
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (1.2) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.		
		Type of	Dollar Amount
		Security	Sold
	Type of Offering		
	Rule 505		s
	Regulation A		\$
	Rule 504		s
	Total		\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		s
	Printing and Engraving Costs		\$
	Legal Fees	ū	\$500.00
	Accounting Fees		s
	Engineering Fees.		\$
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (Identify) blue sky filing fees	逐	\$ <u>250.00</u>
	Total		<b>S</b> 750.00

<sup>\*</sup>No cash consideration paid. Represents total exercise price (\$2.07 per share) to be paid for common stock upon exercise of stock options, and value of restricted stock grant (\$2.07 per share).

b. Enter the difference between the aggregate effering price given in response to Part C - Question I and total expresses furnished in response to Part C - Question 4. This difference is the "adjuncted gross proceeds to the issuer"  5. Indicates below the amount of the pulsurable goes proceeds to the insulation of the section of the pulsurable shows. If the amount for any purpose is not known, family an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.9 above.  Perpention to Offices, Directors, & Affiliates  Salaries and free.  Salaries and f	C. OFFERING PRICE, NUMBER O	OF INVESTORS, EXPENSES AND USE OF PROCEEDS	
If the amount for any purpose is not known, furnish an estimate and check the box to the left of the streament. The total on the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Perc C. Question 44 above.	b. Enter the difference between the appreciate offering price given i	in response to Part C - Question 1 and total expenses furnished	\$ 2,069,250,00
Saltries and fees.   Peyment 1 To Others   Peyment 1 To	If the amount for any purpose is not known, furnish an estimate a	nd check the box to the left of the estimate. The total of the	
Salaries and fees	·		Payment To
Purchase of real estate Purchase, renal or leasing and installation of machinery and equipment    \$   \$   \$			
Purchase, rental or leasing and installation of machinery and equipment		<del></del>	
Construction or lessing of plant buildings and facilities  Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the season of securities of another issuer pursuant to a merger).  Reproported of indebtedness.    \$   \$   \$   \$		<del></del>	
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger).    S	Purchase, rental or leasing and installation of machinery and equipment		□ s
in exchange for the assets or securities of enother issuer pursuant to a merger).    S	Construction or leasing of plant buildings and facilities	<b>s</b>	□ s
Other (specify):    S	in exchange for the assets or securities of another issuer pursuant to a mer	ger)	□ s
Other (specify):    S	Repayment of indebtedness		□ s
Column Totals	Working capital	s	<b>x s</b> 2,069,2:50.00
Column Totals	Other (specify):	Пс	П
Column Totals		<del></del>	
D. FEDERAL SIGNATURE  The issuer had duity caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  Signature  Date 08/30/07  Name of Signer (Print or Type)  Gary M. Ford  ATTENTION			
D. FEDERAL SIGNATURE  The issuer had duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)  Cary M. Ford  Title of Signer (Print or Type)  Vice President and General Counsel			
The issuer had duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Title of Signer (Print or Type)  Gary M. Ford  Title of Signer (Print or Type)  Vive President and General Counsel	Total Payments Listed (column totals added)		<u> 2,069,230.00</u>
Issuer (Print or Type) BroadSoft, Inc.  Name of Signer (Print or Type) Gary M. Ford  Title of Signer (Print or Type) Vix President and General Counsel	D. :	FEDERAL SIGNATURE	
BroadSoft, Inc.  Name of Signer (Print or Type) Gary M. Ford  Title of Signer (Print or Type) Vice President and General Counsel	The issuer had duly caused this notice to be signed by the undersigned d	buly authorized person. If this notice is filed under Rule 505, the	e following signature constitutes
Name of Signer (Print or Type) Gary M. Ford  Title of Signer (Print or Type) Vice President and General Counsel	The issuer had duly caused this notice to be signed by the undersigned d an undertaking by the issuer to furnish to the U.S. Securities and Exchar	buly authorized person. If this notice is filed under Rule 505, the	e following signature constitutes on furnished by the issuer to any
Gary M. Ford  Vix President and General Counsel  ATTENTION	The issuer had duly caused this notice to be signed by the undersigned d an undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.	duly authorized person. If this notice is filed under Rule 505, the nge Commission, upon written request of its staff, the information	Date
Gary M. Ford  Vix President and General Counsel  ATTENTION	The issuer had duly caused this notice to be signed by the undersigned d an undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)	duly authorized person. If this notice is filed under Rule 505, the nge Commission, upon written request of its staff, the information	Date
ATTENTION	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.	Signature  Signature	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Signature  Title of Signat (Print or Type)	Date
	The issuer had duly caused this notice to be signed by the undersigned dan undertaking by the issuer to furnish to the U.S. Securities and Exchar non-accredited investor pursuant to paragraph (b)(2) of Rule 502.  Issuer (Print or Type)  BroadSoft, Inc.  Name of Signer (Print or Type)	Italy authorized person. If this notice is filed under Rule 505, the need Commission, upon written request of its staff, the information of the staff of Signature.  Title of Signature (Print or Type)  Vice President and General Counsel	Date

	E. STATE SIGNATURE		
1.	ls any party described in 17 CFR 230.252 presently subject to any of the disqualification provisions of such rule?	Yes	No K
	See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to furnish to the state administrator of any state in which the notice is filed, a notice on Form I such times as required by state law.	(17 CFR 2	.39.500) at
3.	The undersigned issuer hereby undertakes to furnish to any state administrators, upon written request, information furnished by the issuer to contain the containing the co	offerees.	
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limite (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of conditions have been satisfied.	d Offering	Exemption g that these
Th	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limits (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of	d Offering establishing	g that these
Th	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limite (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of conditions have been satisfied.  e issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the understands.	d Offering establishing	g that these
Th per	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limite (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of conditions have been satisfied.  e issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the underson.	ed Offering establishing signed duly	g that these
The per lss	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limite (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of conditions have been satisfied.  e issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the underson.  uer (Print or Type)  Signature	ed Offering establishing signed duly	g that these

## Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

END