Miiller Ronald L Form 4 July 27, 2018

## 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

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

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person \* Miiller Ronald L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

COMMVAULT SYSTEMS INC [CVLT]

3. Date of Earliest Transaction

Director 10% Owner

(Check all applicable)

(First) (Middle)

(Month/Day/Year) 07/25/2018

\_X\_\_ Officer (give title \_ Other (specify below) SVP, Worldwide Sales

1 COMMVAULT WAY

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(Street)

TINTON FALLS, NJ 07724

(City)	(State)	(Zip) Tabl	le I - Non-I	<b>Derivative</b>	Secur	ities Acqı	aired, Disposed of	, or Beneficiall	y 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock (1)	07/25/2018	07/25/2018	M	44,762	A	\$ 26.83	140,665.968	D	
Common Stock (1)	07/25/2018	07/25/2018	M	1,205	A	\$ 38.74	141,870.968	D	
Common Stock (1)	07/25/2018	07/25/2018	S	43,392	D	\$ 65.52 (2)	98,478.968	D	
Common Stock (1)	07/25/2018	07/25/2018	S	2,575	D	\$ 66.07 (3)	95,903.968	D	
	07/26/2018	07/26/2018	M	10,795	A		106,698.968	D	

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Common Stock (1)						\$ 38.74		
Common Stock (1)	07/26/2018	07/26/2018	M	44,759	A	\$ 41.55	151,457.968	D
Common Stock (1)	07/26/2018	07/26/2018	S	55,554		\$	95,903.968	D

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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
Options to Purchase Common Stock (1)	\$ 26.83	07/25/2018	07/25/2018	M	44,762	<u>(5)</u>	10/14/2020	Common Stock	44,762
Options to Purchase Common Stock (1)	\$ 38.74	07/25/2018	07/25/2018	M	1,205	<u>(5)</u>	04/14/2021	Common Stock	1,205
Options to Purchase Common Stock (1)	\$ 38.74	07/26/2018	07/26/2018	M	10,795	<u>(5)</u>	04/14/2021	Common Stock	10,795
Options to Purchase Common Stock (1)	\$ 41.55	07/26/2018	07/26/2018	M	44,759	<u>(5)</u>	10/14/2021	Common Stock	44,759

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Miiller Ronald L 1 COMMVAULT WAY TINTON FALLS, NJ 07724

SVP, Worldwide Sales

## **Signatures**

Warren H. Mondschein, Attorney-in-Fact

07/27/2018

\*\*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).
- (1) All transactions shown on this form have taken place pursuant to a pre-arranged trading plan in compliance with Rule 10b5-1 of the Securities and Exchange Act of 1934.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.00 to \$66.00 inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.02 to \$66.25 inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.00 to \$65.85 inclusive.
- (5) The options to purchase common stock are subject to a 4-year vesting schedule, as follows: 25% on the first anniversary of the grant with the remaining options vesting in equal quarterly installments thereafter.

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.

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