SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

HAMMER N ROBERT	2. Date of Event Requiring Statement (Month/Day/Year) 09/21/2006		3. Issuer Name and Ticker or Trading Symbol <u>COMMVAULT SYSTEMS INC</u> [CVLT]					
(Last) (First) (Middle) 2 CRESCENT PLACE			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) 5. If Amendment, Date of Original (Month/Day/Year) X Director 10% Owner					
(Street) OCEANPORT NJ 07757 (City) (State) (Zip)			X Officer (give title below) Chairman, Presiden	Other (spec below) t & CEO	App	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 		
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	t (D) (Instr. 5)			
Common Stock			2,499,577	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	ative or Indirect		
Series B Preferred Stock	(1)	(1)	Common Stock	6,666	(1)	D		
Series D Preferred Stock	(1)	(1)	Common Stock	94,408	(1)	I	By Winthrop Trust.	
Stock Option (Right to Buy)	(2)	05/03/2011	Common Stock	600,000	6	D		
Stock Option (Right to Buy)	(3)	05/01/2013	Common Stock	175,000	4	D		
Stock Option (Right to Buy)	(3)	05/06/2014	Common Stock	400,000	6	D		
Stock Option (Right to Buy)	(3)	09/19/2015	Common Stock	350,000	4.7	D		

Explanation of Responses:

1. The convertible preferred stock will be converted at the closing of the offering into the number of shares shown. Each share of preferred stock converts into two shares of common stock.

2. The options to purchase 600,000 shares have vested.

3. The stock options vest as follows: 25% of the options vest one year from the date of grant, with the remaining options vesting in equal monthly installments for three years thereafter.

/s/ N. Robert Hammer 09/21/2006

Date

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.