SEC Form 4

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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
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
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hours per response:	0.5

1. Name and Address of Re Miiller Ronald L	eporting Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>COMMVAULT SYSTEMS INC</u> [CVLT]		tionship of Reporting Per all applicable) Director	rson(s) to Issuer 10% Owner						
(Last) (First 1 COMMVAULT WA	, , ,	3. Date of Earliest Transaction (Month/Day/Year) 07/25/2018	X	Officer (give title below) SVP, Worldwid	Other (specify below) de Sales						
(Street) TINTON FALLS NJ 07724 (City) (State) (Zip)		4. If Amendment, Date of 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								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			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	М		44,762	A	\$26.83	140,665.968	D	
Common Stock ⁽¹⁾	07/25/2018	07/25/2018	М		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	
Common Stock ⁽¹⁾	07/26/2018	07/26/2018	М		10,795	A	\$38.74	106,698.968	D	
Common Stock ⁽¹⁾	07/26/2018	07/26/2018	М		44,759	A	\$41.55	151,457.968	D	
Common Stock ⁽¹⁾	07/26/2018	07/26/2018	S		55,554	D	\$ 65.17 ⁽⁴⁾	95,903.968	D	

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

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)		Transaction of Code (Instr. Derivative			6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 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	М			44,762	(5)	10/14/2020	Common Stock	44,762	\$26.83	0	D	
Options to Purchase Common Stock ⁽¹⁾	\$38.74	07/25/2018	07/25/2018	М			1,205	(5)	04/14/2021	Common Stock	1,205	\$38.74	10,795	D	
Options to Purchase Common Stock ⁽¹⁾	\$38.74	07/26/2018	07/26/2018	М			10,795	(5)	04/14/2021	Common Stock	10,795	\$38.74	0	D	
Options to Purchase Common Stock ⁽¹⁾	\$41.55	07/26/2018	07/26/2018	М			44,759	(5)	10/14/2021	Common Stock	44,759	\$41.55	2,491	D	

Explanation of Responses:

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.

3. 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.

Remarks:

Warren H. Mondschein, Attorney-in-Fact

07/27/2018

** Signature of Reporting Person Date 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 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).

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.