Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL		
OMB Number:	3235-0287 Number:	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) COMMVAULT SYSTEMS INC [ CVLT ] **CAROLAN BRIAN** Director 10% Owner Officer (give title Other (specify below) below) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) VP Finance and CFO 08/14/2020 1 COMMVAULT WAY 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) **TINTON** NJ 07724 Form filed by One Reporting Person **FALLS** Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 7. Nature Execution Date, Transaction of Indirect (Month/Day/Year) Beneficially 5) Beneficial if any Code (Instr. (D) or Indirect Owned Following Ownership (Month/Day/Year) 8) (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) Common Stock(1) 08/14/2020 08/14/2020 A 213.4479 Α \$36.09 153,469.053 D 08/17/2020 213,4479 \$42.28 D Common Stock(2) 08/17/2020 S D 153,255.6051 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature Ownership Derivative Conversion **Execution Date** Transaction Expiration Date (Month/Day/Year) Amount of Derivative derivative of Indirect (Month/Day/Year) Security (Instr. 3) if any (Month/Day/Year) Derivative or Exercise Code (Instr. Securities Security Securities Form: **Beneficial** Price of Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership or Indirect (I) (Instr. 4) Derivative Acquired Derivative Owned (Instr. 4) Security (Instr. 3 and 4) Security Following Disposed Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) ànd 5) Amount Number Date Expiration

## **Explanation of Responses:**

- 1. Shares were acquired under the Commvault Employee Stock Purchase Plan on August 14, 2020.
- 2. This transaction has taken place pursuant to a pre-arranged trading plan in compliance with Rule 10b5-1 of the Securities and Exchange Act of 1934.

Code

(A) (D) Exercisable

Date

Title

Shares

## Remarks:

Warren H. Mondschein. 08/18/2020 Attorney-in-Fact

\*\* 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.