FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERS |
|------------------|-------------------|---------------|--------|

| | OMB APPROVAL | | | | | | |
|---------------------|--------------------------|-----------|--|--|--|--|--|
| ENEFICIAL OWNERSHIP | OMB Number: 3235-0 | 3235-0287 | | | | | |
| | Estimated average burden | | | | | | |
| | hours per response: | 0.5 | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| Name and Address of Reporting Person* SMITH GARY B | | | | | | 2. Issuer Name and Ticker or Trading Symbol COMMVAULT SYSTEMS INC [CVLT] | | | | | | | | | ationship k all appli Directo | cable) | g Pers | son(s) to Iss 10% Ov | |
|---|--|--|---|---|------------------------------|--|-------|--|---|---------|--|--|---------------------------------------|-----------------------|--|--|--------|--|--|
| (Last) | (Fi | | (Middle) | | | | | | | | | Other (: below) | specify | | | | | | |
| (Street) TINTON FALLS (City) | N. | | 07724 (Zip) | | 4. 11 | f Amer | ndmei | nt, Date | of Origin | al File | ed (Month/D | ay/Year) | | 6. Indi Line) X | Form f | iled by One iled by Mor | e Repo | g (Check Ap orting Perso n One Repo | n |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transar Date (Month/Date) | | | Exe | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a | | | and 5) Securitie Beneficia Owned F | | es For ally (D) Following (I) (| | n: Direct r Indirect istr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price |) | Reporte Transac (Instr. 3 | ction(s) | | | (Instr. 4) |
| Common Stock 08/05/2 | | | 2020 | 020 08. | | 8/05/2020 | | | 7,500 | A | \$20 | 6.83 | 52 | 52,089 | | D | | | |
| Common | Stock | | | 08/05/ | 2020 | 0 | 8/05 | /2020 | S | | 7,500 | D | \$43 | .85 ⁽¹⁾ | 44 | ,589 | 39 D | | |
| | | Т | able II | | | | | | | | oosed of converti | | | | wned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deer Execution if any (Month/E | on Date, | 4. Transa Code (8) | | on of | | 6. Date Exercis Expiration Date (Month/Day/Ye | | te | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | D S (I | . Price of perivative security nstr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amou or Numb of Share | oer | | | | | |
| Options to Purchase Common Stock | \$26.83 | 08/05/2020 | 08/05 | 5/2020 | M | | | 7,500 | (2) | | 10/14/2020 | Common Stock | 7,50 | 00 | \$26.83 | 0 | | D | |

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.70 to \$44.13 inclusive.
- 2. The options vested over 4 years from the date of grant, as follows: 25% on the first anniversary of the grant, quarterly thereafter for the remaining three years.

Remarks:

Late filing due to SEC experiencing intermittent filing issues.

Warren H. Mondschein, Attorney-in-Fact 08/10/2020

** 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.