

COMMVault SYSTEMS INC
Form 4
May 11, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

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)

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

2. Issuer Name and Ticker or Trading Symbol
COMMVault SYSTEMS INC [CVLT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Worldwide Sales

1 COMMVault WAY

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TINTON FALLS, NJ 07724

(City) (State) (Zip)

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/10/2017	05/10/2017	M		23,731	A	\$ 22.59
Common Stock	05/10/2017	05/10/2017	M		22,500	A	\$ 11.12
Common Stock	05/10/2017	05/10/2017	S		23,731	D	\$ 57.58 (1)
Common Stock	05/10/2017	05/10/2017	S		22,500	D	\$ 57.58 (1)
	05/10/2017	05/10/2017	S		335	D	\$ 58 (2)

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Common
Stock

Common Stock 05/10/2017 05/10/2017 S 298 ⁽³⁾ D \$ 58 113,044.968 D

Common Stock 05/10/2017 05/10/2017 S 43,636 D \$ 57.4⁽¹⁾ 69,408.968 D

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

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 control number.

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(9-02)

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 22.59	05/10/2017	05/10/2017	M	23,731	⁽⁴⁾ 12/14/2019	Common Stock	23,731	
Options to Purchase Common Stock	\$ 11.12	05/10/2017	05/10/2017	M	22,500	⁽⁴⁾ 12/12/2018	Common Stock	22,500	

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

05/11/2017

__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) Represents average sale price.
- (2) Shares were acquired under the Commvault Employee Stock Purchase Plan on Jan. 30, 2015.
- (3) Shares were acquired under the Commvault Employee Stock Purchase Plan on July 31, 2014.
- (4) 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.

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