

CAROLAN BRIAN
Form 4
October 19, 2017

FORM 4

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

OMB APPROVAL

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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 *
CAROLAN BRIAN

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)
10/16/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Finance and CFO

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 <u>(1)</u>	10/16/2016	10/16/2016	A		6,468	A	\$ 0	99,580.7083	D
Common Stock <u>(1)</u>	05/13/2017	05/13/2017	A		6,907	A	\$ 0	89,142.7083	D
Common Stock <u>(2)</u>	05/23/2017	05/23/2017	A		14,834	A	<u>(3)</u>	97,775.7083	D
Common Stock <u>(1)</u>	08/13/2017	08/13/2017	A		951	A	\$ 0	97,404.7083	D
Common Stock <u>(1)</u>	10/15/2017	10/15/2017	A		6,336	A	\$ 0	93,447.7436	D

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- (1) These shares represent vesting of previously granted performance share units.
- (2) The common stock is being granted as restricted stock units and is subject to a 3-year vesting schedule, as follows: 1/3 on the first anniversary of the grant with the remaining portion vesting in equal quarterly installments thereafter.
- (3) Not applicable.
- (4) This sale of common stock was made to satisfy certain tax withholding obligations resulting from the vesting of restricted stock units.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.20 to \$60 inclusive.

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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