FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D | .C. 20549 |
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| STATEMENT | OF C | HANGES | IN BEN | NEFICIAL | OWNERSH | IIP |
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| OMB APPROVAL | | | | | | | | |
|----------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average bu | ırden | | | | | | | |
| 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

| 1. Name and Address of Reporting Person* CAROLAN BRIAN (Last) (First) (Middle) 1 COMMVAULT WAY | | | | | 3. D | Suer Name and Ticker or Trading Symbol COMMVAULT SYSTEMS INC [CVLT] Date of Earliest Transaction (Month/Day/Year) 01/28/2021 | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) VP Finance and CFO | | | | | |
|---|---|--|--|---------------|---|---|---|--------|---|------------------|---|---|---------------------------------|--|---|--|--------------------------------------|--|--|
| (Street) TINTON FALLS | I N. | J | 07724 | | 4. If | 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 | | | | | | | |
| (City) | (Si | | (Zip) | | | | | | | | | | | | | | | | |
| | | | le I - No | | | _ | | | - | , Dis | posed | | | | 1 | | | | 7. N |
| | | | 2. Trans Date (Month/I | | //Year) Exe | | A. Deemed kecution Date, any lonth/Day/Year) | | 3. Transaction Code (Instr.) 8) | | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) | | | Securitie Benefici Owned F | 5. Amount of Securities Beneficially Owned Following | | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) (D) | (A) or Pri | | Reported Transact (Instr. 3 | ion(s) | | | (Instr. 4) |
| Common Stock ⁽¹⁾ | | | 01/28 | 3/2021 | Ī | 01/28/2021 | | М | | 7,500 |) A | \$41.5 | | 157,456.6051 | | | D | | |
| Common Stock ⁽¹⁾ | | | | 01/28 | 8/2021 | | 01/28/2021 | | S | | 7,500 | D | \$ | 61.9 | 149,95 | 56.6051 | | D | |
| Common Stock ⁽¹⁾ 01/2 | | | | 01/29 | /2021 | 2021 01/29/ | | 9/2021 | М | | 7,500 A | | \$ | 41.55 | 157,45 | 56.6051 | | D | |
| Common Stock ⁽¹⁾ 01/29/ | | | | | /2021 | /2021 01/29/2021 s 7,500 D S | | \$ | 63.9 | 9 149,956.6051 | | | D | | | | | | |
| | | Т | able II - | Deriva | tive S | Secu | ıritie s. wa | s Acq | uired, I | Disp | osed of converti | , or Be | nefic | ially (es) | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deen Executio if any (Month/D | ed n Date, | 4. Transaction Code (Instr. 8) | | 5. Number of | | 6. Date E Expiratio (Month/D | xercis n Date | able and | 7. Title a Amount Securitie Underlyi Derivativ (Instr. 3 | nd of es ng re Secu | | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) | e s ally | 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 | Amo or Nun of Sha | . | | | | | |
| Options to Purchase Common Stock ⁽¹⁾ | \$41.55 | 01/28/2021 | 01/28/ | 2021 | М | | | 7,500 | (2) | | 10/14/2021 | Commor Stock | 7,5 | 500 | \$41.55 | 7,500 | | D | |
| Options to Purchase Common | \$41.55 | 01/29/2021 | 01/29/ | 2021 | M | | | 7,500 | (2) | | 10/14/2021 | Commor Stock | 7,5 | 500 | \$41.55 | 0 | | 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 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, 02/01/2021 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.