

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

FORM 8-K

Current Report

**Pursuant To Section 13 or 15 (d) of the
Securities Exchange Act of 1934**

February 2, 2018

Date of Report (Date of earliest event reported)

Commission file number: 1-33026

COMMVAULT SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

22-3447504
(I.R.S. Employer
Identification No.)

**1 Commvault Way, Tinton Falls, New Jersey
07724**

(Address of principal executive offices)
(Zip Code)

(732) 870-4000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(d) On February 2, 2018, the Board of Directors of Commvault Systems, Inc. (Commvault) appointed Vivie (“YY”) Lee as a Class II Director of Commvault, to hold office until Commvault’s 2018 Annual Meeting of Stockholders.

Upon appointment to the Commvault Board of Directors, YY Lee received an annual director retainer consisting of cash and restricted stock units, each in accordance with Commvault’s non-employee director compensation policy, prorated to reflect her partial year term as a director. Commvault’s non-employee director compensation policy is described under the heading “Director Compensation” on pages 35 and 36 of Commvault’s proxy statement for its 2017 Annual Meeting of Stockholders, as filed with the SEC on July 5, 2017, and is hereby incorporated by reference herein.

A copy of the press release announcing YY Lee’s appointment is attached as Exhibit 99.1 hereto and incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
	99.1 Press Release dated February 5, 2018 announcing the appointment of Vivie (“YY”) Lee as a director of Commvault Systems, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMMVAULT SYSTEMS, INC.

DATE: February 5, 2018

By: /S/ Warren H. Mondchein

Name: Warren H. Mondschein

Title: VP, General Counsel and Secretary

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YY Lee Joins Commvault Board as Independent Director

--Brings Expertise in Data Analytics to the Company - an Area of Commvault's Future--

-- Adds Silicon Valley and Entrepreneurial Mindset to Commvault Board—

TINTON FALLS, N.J. – February 5, 2018 – Commvault (NASDAQ: CVLT) today announced that YY Lee, recently retired Chief Executive Officer of FirstRain, has been appointed to the Commvault Board of Directors. With the addition of Lee, the Commvault Board has expanded to 11 members, nine of whom are independent.

Lee is a technology and software industry veteran with substantial strategic planning and operational experience in the data analytics space. She most recently served as CEO of FirstRain, an enterprise scale, software-as-a-service (SaaS) company whose global Fortune 500 customers used the company's technology to track their customers, competitors and markets in a detailed and highly personalized way. She led the business to profitability and acquisition by Ignite Technologies in August 2017. Prior to becoming CEO, Lee served as Chief Operating Officer, responsible for FirstRain's engineering and analytics teams, and evolved the company's data science and software platform from its technology roots to a world-class SaaS solution.

"We are extremely excited to welcome YY Lee to the Commvault Board," said N. Robert Hammer, Commvault's Chairman, President and CEO. "YY's Silicon Valley mindset brings a fresh entrepreneurial spirit to our Board and complements our existing group of leaders. I am also especially proud to add diversity to the Board and am extremely confident that her experience in data analytics will help us accelerate on our growth strategy as we continue to innovate for our customers."

"I am delighted to join Commvault's board of directors and look forward to help guide the company's strategic focus particularly as data is increasingly the strategic currency of business," said Lee. "I'm excited to start working alongside my fellow directors and Commvault's leadership team to strengthen and grow the company, serve our customers and deliver value to Commvault stockholders."

"As part of our focus on driving value creation, we determined that it would be appropriate to add an additional independent director to the Board, especially one with YY's extensive technical background," said Gary B. Smith, Chairman of the Nominations and Governance Committee of the Commvault Board of Directors. "She brings talent and a fresh perspective that we believe will enhance Commvault's ability to compete and deliver improved stockholder returns."

About YY Lee

Lee served as Chief Executive Officer for FirstRain from 2015 until the company was acquired by Ignite Technologies in August 2017. She joined the company in 2005 where she served as Chief Operating Officer for ten years.

Prior to joining FirstRain, Lee served as Senior Vice President and General Manager of Worldwide Services at Cadence Design Systems. In that position, she merged several services divisions into an industry-leading advanced technology operation. She held P&L responsibility for the business spanning R&D, go-to-market, sales, and support across global regions including the US, UK/EU, India, China, and Japan.

Before Lee's tenure at Cadence, she co-founded the software company Aqueduct Software, an enterprise-class software development solution for automating application data collection, profiling and analysis during iterative development, testing and deployment. Bootstrapping the company from the ground-up, she secured top-tier VC financing, and ultimately led the company through acquisition by NetManage in 2000.

Lee began her career at Bell Labs and has also worked at Synopsys and 8x8 (formerly Integrated Information Technology, Inc.) in various product management roles.

She holds an A.B. in mathematics from Harvard University.

The complete listing of the Commvault Board of Directors can be found [here](#).

About Commvault

Commvault is a leading provider of data protection, cloud and information management solutions, helping companies worldwide activate and drive more value and business insight out of their data. With solutions and services delivered directly and through a worldwide network of partners and service providers, Commvault solutions comprise one of the industry's leading portfolios in data protection and recovery, cloud, virtualization, archive, file sync and share. Commvault has earned accolades from customers and third party influencers for its technology vision, innovation, and execution as an independent and trusted expert. Without the distraction of a hardware business or other business agenda, Commvault's sole focus on data management has led to adoption by companies of all sizes, in all industries, and for solutions deployed on premise, across mobile platforms, to and from the cloud, and provided as-a-service. Commvault employs more than 2,700 highly- skilled individuals across markets worldwide, is publicly traded on NASDAQ (CVLT), and is headquartered in Tinton Falls, New Jersey in the United States. To learn more about Commvault — and how it can help make your data work for you — visit www.commvault.com.

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Safe Harbor Statement

Customers' results may differ materially from those stated herein; Commvault does not guarantee that all customers can achieve benefits similar to those stated above. This press release may contain forward-looking statements, including statements regarding financial projections, which are subject to risks and uncertainties, such as competitive factors, difficulties and delays inherent in the development, manufacturing, marketing and sale of software products and related services, general economic conditions and others. Statements regarding Commvault's beliefs, plans, expectations or intentions regarding the future are forward-looking statements, within the meaning of Section 27A of the Securities

Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended. All such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from anticipated results. Commvault does not undertake to update its forward-looking statements. The development and timing of any product release as well as any of its features or functionality remain at our sole discretion.

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