SEC Form 4

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Estimated average burden hours per response: 0.5

1. Name and Addres West David R	s of Reporting Persor	*	2. Issuer Name and Ticker or Trading Symbol <u>COMMVAULT SYSTEMS INC</u> [CVLT]	(Check	tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (specifi		
(Last) 2 CRESCENT PI	ast) (First) (Middle) CRESCENT PLACE		3. Date of Earliest Transaction (Month/Day/Year) 12/02/2011	X	below) VP, Mkt & Bus. Dev	below)	
(Street) OCEANPORT (City)	NJ (State)	07757 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than (Person	ting Person	

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)	Transaction D Code (Instr. 5)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock ⁽¹⁾	12/02/2011	12/02/2011	М		3,200	A	\$4.7	41,480	D	
Common Stock ⁽¹⁾	12/02/2011	12/02/2011	S		3,200	D	\$ <u>5</u> 0	38,280	D	
Common Stock ⁽¹⁾	12/05/2011	12/05/2011	М		18,104	A	\$4.7	56,384	D	
Common Stock ⁽¹⁾	12/05/2011	12/05/2011	S		18,104	D	\$ <mark>50</mark>	38,280	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1	(-3),														
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. Transa Code (8)		of		6. Date Exerc Expiration D (Month/Day/\	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options to Purchase Common Stock ⁽¹⁾	\$4.7	12/02/2011	12/02/2011	М			3,200	(2)	09/19/2015	Common Stock	3,200	\$4.7	18,104	D	
Options to Purchase Common Stock ⁽¹⁾	\$4.7	12/05/2011	12/05/2011	М			18,104	(2)	09/19/2015	Common Stock	18,104	\$4.7	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, Attorney-in-Fact

12/06/2011

Date

** Signature of Reporting Person

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

 \ast 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.