

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549FORM S-1
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**CommVault Systems, Inc.**

(Exact name of registrant as specified in its charter)

Delaware

7372

22-3447504

*(State of incorporation)**(Primary Standard Industrial
Classification Code Number)**(I.R.S. Employer
Identification No.)***2 Crescent Place
Oceanport, New Jersey 07757
(732) 870-4000***(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)***N. Robert Hammer
Chairman, President and Chief Executive Officer
CommVault Systems, Inc.
2 Crescent Place
Oceanport, New Jersey 07757
(732) 870-4000***(Name, address, including zip code, and telephone number, including area code, of agent for service)***Copies to:****Philip J. Niehoff, Esq.
John R. Sagan, Esq.
Mayer, Brown, Rowe & Maw LLP
71 South Wacker Drive
Chicago, Illinois 60606
(312) 782-0600****William J. Whelan, III, Esq.
LizabethAnn R. Eisen, Esq.
Cravath, Swaine & Moore LLP
825 Eighth Avenue
New York, New York 10019
(212) 474-1000****Approximate date of commencement of proposed sale to the public:** As soon as practicable after this Registration Statement becomes effective.If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box. If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. 333-143271If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. **CALCULATION OF REGISTRATION FEE**

Title of each class of Securities to be registered	Proposed maximum aggregate offering price	Amount of registration fee
Common Stock, par value \$0.01 per share	\$7,094,593	\$217.81

This Registration Statement shall become effective upon filing with the Securities and Exchange Commission in accordance with Rule 462(b) under the Securities Act of 1933, as amended.

EXPLANATORY NOTE

This registration statement is being filed pursuant to Rule 462(b) under the Securities Act of 1933, as amended, and includes the registration statement facing page, this page, the signature page, an exhibit index, an opinion of counsel and an auditor consent. Pursuant to Rule 462(b), the contents of our registration statement on Form S-1 (File No. 333-143271), as amended, which was declared effective by the Securities and Exchange Commission on June 13, 2007 (the "Initial Registration Statement"), are incorporated herein by reference.

This registration statement covers the registration of an additional 417,329 shares of our common stock for sale in the offering described in the Initial Registration Statement. All of the additional shares will be sold by the selling stockholders in the event the over-allotment option granted to the underwriters is exercised in full. We will not receive any of the proceeds from the sale of these additional shares.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Oceanport, State of New Jersey, on June 13, 2007.

COMMVault SYSTEMS, INC

By: /s/ WARREN H. MONDSCHHEIN

Warren H. Mondschein
Vice President, General Counsel and
Secretary

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities indicated on June 13, 2007.

Signature	Title
/s/ N. ROBERT HAMMER*	Chairman, President and Chief Executive Officer
N. Robert Hammer	
/s/ LOUIS F. MICELI*	Vice President, Chief Financial Officer
Louis F. Miceli	
/s/ BRIAN CAROLAN*	Chief Accounting Officer
Brian Carolan	
/s/ FRANK J. FANZILLI, JR.*	Director
Frank J. Fanzilli, Jr.	
/s/ ARMANDO GEDAY*	Director
Armando Geday	
/s/ KEITH GEESLIN*	Director
Keith Geeslin	
/s/ F. ROBERT KURIMSKY*	Director
F. Robert Kurimsky	
/s/ DANIEL PULVER*	Director
Daniel Pulver	
/s/ GARY SMITH*	Director
Gary Smith	
/s/ DAVID F. WALKER*	Director
David F. Walker	

By: /s/ WARREN H. MONDSCHHEIN

Warren H. Mondschein
Attorney-in-fact

INDEX TO EXHIBITS

Exhibit No.	Description
5.1	Opinion of Mayer, Brown, Rowe & Maw LLP
23.1	Consent of Ernst & Young LLP
23.2	Consent of Mayer, Brown, Rowe & Maw LLP (included in number Exhibit 5.1)
24.1	Powers of Attorney (previously filed in the registrant's Registration Statement on Form S-1 (No. 333-143271) and incorporated herein by reference)

June 13, 2007

Mayer, Brown, Rowe & Maw LLP
71 South Wacker Drive
Chicago, Illinois 60606-4637

Main Tel (312) 782-0600
Main Fax (312) 701-7711
www.mayerbrownrowe.com

CommVault Systems, Inc.
2 Crescent Place
Oceanport, NJ 07757

Re: Registration Statement on Form S-1
File No. 333-143271 —

Ladies and Gentlemen:

We have acted as counsel to CommVault Systems, Inc., a Delaware corporation (the "Company"), in connection with the public offering by certain selling stockholders of up to 417,329 shares of the Company's common stock, par value \$0.01 per share (the "Common Shares"), and the corporate proceedings taken and to be taken in connection therewith. We have also participated in the preparation and filing with the Securities and Exchange Commission under the Securities Act of 1933, as amended, of a registration statement on Form S-1 (the "Registration Statement") relating to the Common Shares.

As counsel to the Company, we have examined originals or copies certified or otherwise identified to our satisfaction of the Company's certificate of incorporation and the Company's bylaws, each as amended, restated and supplemented, the resolutions of the board of directors of the Company and such records of the Company, certificates and other documents and such questions of law as we considered necessary or appropriate for purposes of this opinion. As to certain facts material to our opinion, we have relied, to the extent we deem such reliance proper, upon certificates of public officials and officers of the Company. In rendering this opinion, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity to authentic original documents of all documents submitted to us as copies.

Based upon the foregoing, we are of the opinion that the Common Shares have been duly authorized, legally issued, fully paid and are nonassessable.

We consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to us under the caption "Legal Matters" in the prospectus forming a part of the Registration Statement.

We do not express any opinion as to any laws other than the corporate law of the State of Delaware, and we do not express any opinion as to the effect of any other laws on the opinions stated herein.

Very truly yours,

/s/ MAYER, BROWN, ROWE & Maw LLP
Mayer, Brown, Rowe & Maw LLP

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in this Registration Statement (Form S-1 No. 333-00000), of our report dated May 14, 2007, with respect to the consolidated financial statements and schedule of CommVault Systems, Inc. included in the Registration Statement (Form S-1 No. 333-143271), as amended, filed with the Securities and Exchange Commission on June 5, 2007.

/s/Ernst & Young LLP

MetroPark, New Jersey
June 11, 2007