

COMMVault SYSTEMS INC
Form 4
January 27, 2016

FORM 4

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

OMB APPROVAL

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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 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 *
FANZILLI FRANK J

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)
1 COMMVault WAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2016

Director 10% Owner
 Officer (give title below) Other (specify below)

TINTON FALLS, NJ 07724
(City) (State) (Zip)

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

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 or Price			
Common Stock	01/25/2016	01/25/2016	M			7,500 A \$ 12.6	83,517	D	
Common Stock	01/26/2016	01/26/2016	M			7,500 A \$ 17.6	91,017	D	
Common Stock	01/26/2016	01/26/2016	M			7,500 A \$ 13.81	98,517	D	
Common Stock	01/26/2016	01/26/2016	M			7,500 A \$ 19.25	106,017	D	

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

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(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 12.6	01/25/2016	01/25/2016	M	7,500	<u>(1)</u> 05/03/2016	Common Stock	7,500	\$
Options to Purchase Common Stock	\$ 17.6	01/26/2016	01/26/2016	M	7,500	<u>(1)</u> 06/14/2017	Common Stock	7,500	\$
Options to Purchase Common Stock	\$ 13.81	01/26/2016	01/26/2016	M	7,500	<u>(1)</u> 03/14/2018	Common Stock	7,500	\$
Options to Purchase Common Stock	\$ 19.25	01/26/2016	01/26/2016	M	7,500	<u>(1)</u> 08/14/2019	Common Stock	7,500	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FANZILLI FRANK J 1 COMMVAULT WAY	X			

TINTON FALLS, NJ 07724

Signatures

Warren H. Mondschein,
Attorney-in-Fact

01/27/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.