

Sipes David
 Form 4
 March 08, 2019

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 *
 Sipes David

(Last) (First) (Middle)
 C/O RINGCENTRAL, INC., 20
 DAVIS DRIVE
 (Street)

BELMONT, CA 94002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 RingCentral Inc [RNG]

3. Date of Earliest Transaction (Month/Day/Year)
 03/07/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	03/07/2019		C ⁽¹⁾	1,500	A	\$ 0	247,818	D
Class A Common Stock	03/07/2019		M	3,650	A	\$ 15.77	251,468	D
Class A Common Stock	03/07/2019		S ⁽²⁾	4,678	D	\$ 101.85 ⁽³⁾	246,790	D
Class A Common	03/07/2019		S ⁽²⁾	3,300	D	\$ 102.754	243,490	D

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Stock									<u>(4)</u>
Class A									\$
Common Stock	03/07/2019		<u>S(2)</u>	300	D	103.527	242,190	D	<u>(5)</u>

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

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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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Option (right to buy)	\$ 15.77	03/07/2019		M	3,650	<u>(6)</u> 02/27/2022	Class A Common Stock	3,650
Stock Option (right to buy)	\$ 0.99	03/07/2019		M	1,500	<u>(7)</u> 11/12/2019	Class B Common Stock	1,500
Class B Common Stock	<u>(8)</u>	03/07/2019		M	1,500	<u>(8)</u> <u>(8)</u>	Class A Common Stock	1,500
Class B Common Stock	<u>(8)</u>	03/07/2019		<u>C(1)</u>	1,500	<u>(8)</u> <u>(8)</u>	Class A Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sipes David C/O RINGCENTRAL, INC.			Chief Operating Officer	

20 DAVIS DRIVE
BELMONT, CA 94002

Signatures

/s/ Bruce P. Johnson, Attorney-in-fact for David
Sipes

03/08/2019

____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) Each Share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 13, 2018.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$101.40 to \$102.38, inclusive. The Reporting Person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (3) through (5) to this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$102.42 to \$103.41, inclusive.
- (4) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.42 to \$103.59, inclusive.
- (5) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.42 to \$103.59, inclusive.
- (6) The option vests and becomes exercisable in 48 equal monthly installments commencing on March 27, 2015.
- (7) Options are fully vested and exercisable.

- Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock held by a shareholder will convert automatically into one share of Class A Common Stock upon (i) any transfer of such share (subject to certain exceptions), or (ii) the occurrence of certain other specific instances, including the vote of the holders of the Class B Common Stock, as set forth in the issuer's Amended and Restated Certificate of Incorporation.
- (8) of Class A Common Stock upon (i) any transfer of such share (subject to certain exceptions), or (ii) the occurrence of certain other specific instances, including the vote of the holders of the Class B Common Stock, as set forth in the issuer's Amended and Restated Certificate of Incorporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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