COMMVAULT SYSTEMS INC

Form 4

October 27, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES Form 5 obligations may continue.

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

1(b).

Common

Stock (1)

10/23/2014

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FANZILLI FRANK J Issuer Symbol COMMVAULT SYSTEMS INC (Check all applicable) [CVLT] 3. Date of Earliest Transaction (Last) (First) (Middle) X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) 2 CRESCENT PLACE 10/23/2014 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting OCEANPORT, NJ 07757 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of 3. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially Beneficial (D) or Ownership (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A)

Code V Amount

2,600

Α

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

10/23/2014

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Transaction(s)

(Instr. 3 and 4)

D

71,267

or

(D)

A

Price

(2)

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

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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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. Transacti Code (Instr. 8)	5. Number on 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 46.7	10/23/2014	10/23/2014	A	5,000	(3)	10/23/2024	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
Toporoug o water tune / Trust ess	Director	10% Owner	Officer	Other		
FANZILLI FRANK J 2 CRESCENT PLACE OCEANPORT, NJ 07757	X					

Signatures

Warren H. Mondschein, Attorney-in-Fact

**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 common stock is being granted as restricted stock units, 100% of which shall vest on October 14, 2015.
- (2) Not applicable.
- (3) The options to purchase common stock shall vest 100% on October 14, 2015.

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.

Reporting Owners 2