Edgar Filing: SINGH SUDHIR STEVEN - Form 4

SINGH SU Form 4 May 03, 20	DHIR STEVEN								
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 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)							N OMB Number: Expires: Estimated burden hou response	urs per	
	Address of Reporting DHIR STEVEN	Symbol			Trading	Issuer	of Reporting Per eck all applicabl		
ONDEMA	IERSTONE ND, INC., 1601 IELD BLVD., SU	(Month/ 05/01/	of Earliest T 'Day/Year) 2012	ransaction		_X_ Director	109	% Owner her (specify	
	(Street)	Filed(M	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SANTA M	ONICA, CA 9040)4				Person	More than One R	eporting	
(City)	(State)	(Zip) Ta	ble I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)	
Reminder: Re	port on a separate line	e for each class of sec	curities bene	-	-	or indirectly.	action of	SEC 1474	

(9-02)

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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 of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 20.85	05/01/2012		А	35,209	05/01/2013 <u>(1)</u>	05/01/2022	Common Stock	35,209

Reporting Owners

Reporting Owner Name / Address	Relationships					
		Director	10% Owner	Officer	Other	
SINGH SUDHIR STEVEN C/O CORNERSTONE ONDEMAND, INC. 1601 CLOVERFIELD BLVD., SUITE 620 S SANTA MONICA, CA 90404	OUTH	X				
Signatures						
/s/ Adam J. Weiss, by power of attorney	05/03/2012					
**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).

One-third of the shares subject to the option will vest on the first anniversary of the Vesting Commencement Date, and the remaining

(1) shares will vest in equal monthly installments over the following 24 months, subject to the Reporting Person continuing to be a Director through each such vesting date.

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.