

GEESLIN KEITH
Form 4
February 17, 2011

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GEESLIN KEITH

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)

2 CRESCENT PLACE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2011

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

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

OCEANPORT, NJ 07757

(City) (State) (Zip)

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 (A) or (D)	Price	
Common Stock	02/15/2011	02/15/2011	M		5,000	A \$ 7.2	16,667 D
Common Stock	02/15/2011	02/15/2011	M		5,000	A \$ 4.5	21,667 D
Common Stock	02/15/2011	02/15/2011	M		7,500	A \$ 12.6	29,167 D
Common Stock	02/15/2011	02/15/2011	M		5,156	A \$ 13.81	34,323 D
Common Stock	02/15/2011	02/15/2011	S		5,000	D \$ 36.92	29,323 D

(1)

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Common Stock	02/15/2011	02/15/2011	S	5,000	D	\$ <u>(1)</u> 36.92	24,323	D
Common Stock	02/15/2011	02/15/2011	S	7,500	D	\$ <u>(1)</u> 36.92	16,823	D
Common Stock	02/15/2011	02/15/2011	S	5,156	D	\$ <u>(1)</u> 36.92	11,667	D

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

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SEC 1474
(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 (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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Options to Purchase Common Stock	\$ 7.2	02/15/2011	02/15/2011	M	5,000	<u>(2)</u>	01/29/2014	Common Stock 5,000
Options to Purchase Common Stock	\$ 4.5	02/15/2011	02/15/2011	M	5,000	<u>(2)</u>	05/05/2015	Common Stock 5,000
Options to Purchase Common Stock	\$ 12.6	02/15/2011	02/15/2011	M	7,500	<u>(2)</u>	05/03/2016	Common Stock 7,500
	\$ 13.81	02/15/2011	02/15/2011	M	5,156	<u>(2)</u>	03/14/2018	5,156

Options
to
Purchase
Common
Stock

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GEESLIN KEITH 2 CRESCENT PLACE OCEANPORT, NJ 07757		X		

Signatures

Warren H. Mondschein, Attorney-in-Fact	02/17/2011
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__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) Represents average sale price.
- (2) The options vested over 4 years from the date of grant, as follows: 25% on the first anniversary of the grant, quarterly thereafter for the remaining three years.

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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