VEEVA SYSTEMS INC
Form 4
August 24, 2015

FORM 4

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

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 Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Armenante Mark

(Last) (First) (Middle)

C/O VEEVA SYSTEMS INC., 4637 CHABOT DRIVE, SUITE 210

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
VEEVA SYSTEMS INC [VEEV]

3. Date of Earliest Transaction (Month/Day/Year)
08/20/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	08/20/2015		C		500	A	$ 0	500	D	
Class A Common Stock	08/20/2015		S(1)		500	D	$ 25.006 (2)	0	D	
Class A Common Stock	08/20/2015		C		400	A	$ 0	400	I	By Mark A. Armenante Grantor Retained Annuity Trust dated

								May 20, 2013 (3)
Class A Common Stock	08/20/2015	S(1)	400	D	$ 25.005 (4)	0	I	By Mark A. Armenante Grantor Retained Annuity Trust dated May 20, 2013 (3)
Class A Common Stock	08/20/2015	C	400	A	$ 0	400	I	By Elizabeth T. Armenante Grantor Retained Annuity Trust dated May 20, 2013 (5)
Class A Common Stock	08/20/2015	S(1)	400	D	$ 25.005 (6)	0	I	By Elizabeth T. Armenante Grantor Retained Annuity Trust dated May 20, 2013 (5)
Class A Common Stock	08/20/2015	C	2,500	A	$ 0	2,500	I	By Andrew M. Armenante Trust 2000 U/A dated July 14, 2000 (7)
Class A Common Stock	08/20/2015	S(1)	2,500	D	$ 24.6934 (8)	0	I	By Andrew M. Armenante Trust 2000 U/A dated July 14, 2000 (7)
Class A Common Stock	08/21/2015	C	2,500	A	$ 0	2,500	I	By Andrew M. Armenante

								Trust 2000 U/A dated July 14, 2000 (7)
Class A Common Stock	08/21/2015	S(1)	2,500	D	$ 24.2771 (9)	0	I	By Andrew M. Armenante Trust 2000 U/A dated July 14, 2000 (7)
Class A Common Stock	08/20/2015	C	2,500	A	$ 0	2,500	I	By Christina E. Armenante Trust 2000 U/A dated July 14, 2000 (10)
Class A Common Stock	08/20/2015	S(1)	2,500	D	$ 24.6968 (11)	0	I	By Christina E. Armenante Trust 2000 U/A dated July 14, 2000 (10)
Class A Common Stock	08/21/2015	C	2,500	A	$ 0	2,500	I	By Christina E. Armenante Trust 2000 U/A dated July 14, 2000 (10)
Class A Common Stock	08/21/2015	S(1)	2,500	D	$ 24.2696 (12)	0	I	By Christina E. Armenante Trust 2000 U/A dated July 14, 2000 (10)

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

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

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 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. Pric Deriv Secur (Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	(13)	08/20/2015		C			500	(13)	(13)	Class A Common Stock	500	$
Class B Common Stock	(13)	08/20/2015		C			400	(13)	(13)	Class A Common Stock	400	$
Class B Common Stock	(13)	08/20/2015		C			400	(13)	(13)	Class A Common Stock	400	$
Class B Common Stock	(13)	08/20/2015		C			2,500	(13)	(13)	Class A Common Stock	2,500	$
Class B Common Stock	(13)	08/21/2015		C			2,500	(13)	(13)	Class A Common Stock	2,500	$

Class A Common Stock	(13)	08/20/2015		C	2,500	(13)	(13)	Class A Common Stock	2,500	$
Class B Common Stock	(13)	08/21/2015		C	2,500	(13)	(13)	Class A Common Stock	2,500	$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Armenante Mark C/O VEEVA SYSTEMS INC. 4637 CHABOT DRIVE, SUITE 210 PLEASANTON, CA 94588	X	X		

Signatures

/s/ Richard C. Blake, attorney-in-fact	08/24/2015
**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 sales reported on this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted by the Reporting Person.

(2) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $25.0000 to $25.0100 per share, 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 range set forth in this footnote (2).

(3) Shares held by the Mark A. Armenante Grantor Retained Annuity Trust dated May 20, 2013 (the "Mark Armenante GRAT"). The Reporting Person is a trustee and beneficiary of the Mark Armenante GRAT, and may be deemed to share voting and dispositive power with regard to the reported shares held by the Mark Armenante GRAT.

(4) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $25.0000 to $25.0100 per share, 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 range set forth in this footnote (4).

(5) Shares held by the Elizabeth T. Armenante Grantor Retained Annuity Trust dated May 20, 2013 (the "Elizabeth Armenante GRAT"). The Reporting Person is a trustee and family member of Elizabeth Armenante, the beneficiary of the Elizabeth Armenante GRAT, and may be deemed to share voting and dispositive power with regard to the reported shares held by the Elizabeth Armenante GRAT.

(6)

The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $25.0000 to $25.0100 per share, 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 range set forth in this footnote (6).

(7) Shares held by Andrew M. Armenante Trust 2000 dated July 14, 2000 (the "Andrew Armenante Trust"). The Reporting Person is a trustee of the trust and a family member of Andrew Armenante, the beneficiary of the Andrew Armenante Trust, and may be deemed to share voting and dispositive power with regard to the reported shares held by the Andrew Armenante Trust.

(8) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $24.5100 to $24.8100 per share, 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 range set forth in this footnote (8).

(9) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $24.0800 to $24.5400 per share, 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 range set forth in this footnote (9).

(10) Shares held by the Christina E. Armenante Trust 2000 dated July 14, 2000 (the "Christina Armenante Trust"). The Reporting Person is a trustee of the trust and a family member of Christina Armenante, the beneficiary of the Christina Armenante Trust, and may be deemed to share voting and dispositive power with regard to the reported shares held by the Christina Armenante Trust.

(11) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $24.5100 to $24.8100 per share, 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 range set forth in this footnote (11).

(12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $24.0600 to $24.5400 per share, 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 range set forth in this footnote (12).

(13) Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon any transfer, whether or not for value, which occurs after the closing of the IPO, except for certain permitted transfers described in, and transfers to any "permitted transferee" as defined in, the Issuer's restated certificate of incorporation. All shares of Class A and Class B Common Stock will convert automatically into shares of a single class of Common Stock upon the earliest to occur of the following: (a) upon the election by the holders of a majority of the then outstanding shares of Class B Common Stock or (b) October 15, 2023.

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.