

VEEVA SYSTEMS INC
Form 4
December 03, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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).

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 *
Sohn Young A

(Last) (First) (Middle)

C/O VEEVA SYSTEMS INC., 4280
HACIENDA DRIVE

(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)

12/01/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock	12/01/2015		C	62,500	A \$ 0	62,500	D
Class A Common Stock	12/01/2015		S ⁽¹⁾	59,100	D \$ 27.5625	3,400	D
Class A Common Stock	12/01/2015		S ⁽¹⁾	3,400	D \$ 28.1872	0	D
Class A Common Stock	12/02/2015		C	62,500	A \$ 0	62,500	D

Edgar Filing: VEEVA SYSTEMS INC - Form 4

Stock									
Class A Common Stock	12/02/2015	<u>S⁽¹⁾</u>	62,500	D	\$ 28.1313 <u>(4)</u>	0		D	
									By Young Sohn Grantor Retained Annuity Trust dated May 21, 2013 ⁽⁵⁾
Class A Common Stock	12/01/2015	C	6,250	A	\$ 0	6,250		I	
									By Young Sohn Grantor Retained Annuity Trust dated May 21, 2013 ⁽⁵⁾
Class A Common Stock	12/01/2015	<u>S⁽¹⁾</u>	5,950	D	\$ 27.5518 <u>(6)</u>	300		I	
									By Young Sohn Grantor Retained Annuity Trust dated May 21, 2013 ⁽⁵⁾
Class A Common Stock	12/01/2015	<u>S⁽¹⁾</u>	300	D	\$ 28.1667 <u>(7)</u>	0		I	
									By Young Sohn Grantor Retained Annuity Trust dated May 21, 2013
Class A Common Stock	12/02/2015	C	6,250	A	\$ 0	6,250		I	
									By Young Sohn Grantor Retained Annuity Trust dated May 21, 2013 ⁽⁵⁾
Class A Common Stock	12/02/2015	<u>S⁽¹⁾</u>	6,250	D	\$ 28.1534 <u>(8)</u>	0		I	
									By Young Sohn

Grantor
Retained
Annuity
Trust
dated
May 21,
2013 ⁽⁵⁾

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. P
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(9)</u>	12/01/2015		C	62,500	<u>(9)</u> <u>(9)</u>	Class A Common Stock	62,500
Class B Common Stock	<u>(9)</u>	12/02/2015		C	62,500	<u>(9)</u> <u>(9)</u>	Class A Common Stock	62,500
Class B Common Stock	<u>(9)</u>	12/01/2015		C	6,250	<u>(9)</u> <u>(9)</u>	Class A Common Stock	6,250
Class B Common Stock	<u>(9)</u>	12/02/2015		C	6,250	<u>(9)</u> <u>(9)</u>	Class A Common Stock	6,250

Edgar Filing: VEEVA SYSTEMS INC - Form 4

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).

- 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
- (9) 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.