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Benioff Marc Form 4 January 16, 2019 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Sction 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MB UMBER 2005 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Stoin 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Stimated average burden hours per response											
(Print or Type	e Responses)										
Benioff Marc Symbol				er Name a			-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Date of				of Earliest		-	_KIVI]	(Check all applicable)			
								X Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman of the Board & co-CEO			
								6. Individual or Joint/Group Filing(Check Applicable Line)			
Filed(Mc SAN FRANCISCO, CA 94105				ontil/Day/16	zar <i>)</i>			_X_ Form filed by O	Form filed by One Reporting Person Form filed by More than One Reporting		
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	nsaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)			4. Secur iomr Dispo (Instr. 3,	sed of 4 and (A)		Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	01/14/2019			S <u>(1)</u>	2,848	D	\$ 145.597 (2)	2 31,742,952	D <u>(3)</u>		
Common Stock	01/14/2019			S <u>(1)</u>	2,152	D	\$ 146.294 (4)	7 31,740,800	D <u>(3)</u>		
Common Stock	01/15/2019			S <u>(1)</u>	300	D	\$ 146.056 (5)	7 31,740,500	D <u>(3)</u>		
Common Stock	01/15/2019			S <u>(1)</u>	2,400	D	\$ 148.608	31,738,100 3	D <u>(3)</u>		

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					(6)		
Common Stock	01/15/2019	S <u>(1)</u>	2,300	D	\$ 149.2961 (7)	31,735,800	D <u>(3)</u>
Common Stock	01/16/2019	S <u>(1)</u>	3,800	D	\$ 148.5047 (8)	31,732,000	D <u>(3)</u>
Common Stock	01/16/2019	S <u>(1)</u>	1,200	D	\$ 149.1742 (9)	31,730,800	D (3)

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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amoun	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				Coue v	(\mathbf{A}) (\mathbf{D})				shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Benioff Marc 415 MISSION STREET 3RD FLOOR SAN FRANCISCO, CA 94105	Х		Chairman of the Board & co-CEO					

Signatures

/s/ Scott Siamas, Attorney-in-Fact for Marc Benioff

<u>**</u>Signature of Reporting Person

Date

01/16/2019

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) Pursuant to a 10b5-1 Plan.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$144.9300 to \$145.9200 inclusive. The (2) reporting person undertakes to provide 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 above.
- (3) Shares held in The Marc R. Benioff Revocable Trust.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$145.9800 to \$146.5800 inclusive. The(4) reporting person undertakes to provide 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 above.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$146.0500 to \$146.0700 inclusive. The (5) reporting person undertakes to provide 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 above.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$147.9600 to \$148.9400 inclusive. The
 (6) reporting person undertakes to provide 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 above.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.0400 to \$149.7500 inclusive. The (7) reporting person undertakes to provide 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 above.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$147.9500 to \$148.9200 inclusive. The
 (8) reporting person undertakes to provide 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 above.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$148.9900 to \$149.5200 inclusive. The

(9) reporting person undertakes to provide 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 above.

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.