Edgar Filing: Benioff Marc - Form 4

Benioff Marc Form 4 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL 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 OMB APPROVAL 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 16). State 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 * 2. Issuer Benioff Marc Symbol (Last) (First) (Middle) (Last) (First) (Middle) 415 MISSION STREET, 3RD 02/14/20 FLOOR (Street) 4. If Ame Filed(Mont 5.					CE st T 11) t, D	Fransaction Date Origir	NC [(CRM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% OwnerX Officer (give title Other (specify below) below) Chairman of the Board & co-CEO 6. Individual or Joint/Group Filing(Check Applicable Line)X_ Form filed by One Reporting Person			
SAN FRANCISCO, CA 94105 Form filed by More than One Reporting Person									-			
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	Date 2A. Deemed 3.					ties A sed of	cquired (A)	ired, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	or Beneficiall 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	y Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/14/2019			Code S <u>(1)</u>	v	Amount 1,500		Price \$ 158.5393 (2)	(Instr. 3 and 4) 3 31,634,300	D <u>(3)</u>		
Common Stock	02/14/2019			S <u>(1)</u>		3,000	D	\$ 159.5646 (4)	5 31,631,300	D <u>(3)</u>		
Common Stock	02/14/2019			S <u>(1)</u>		500	D	\$ 160.04 (5)	⁴ 31,630,800	D <u>(3)</u>		
Common Stock	02/15/2019			S <u>(1)</u>		2,801	D	\$ 158.7583 (6)	31,627,999	D <u>(3)</u>		

Edgar Filing: Benioff Marc - Form 4

Common Stock	02/15/2019	S <u>(1)</u>	1,299	D	\$ 159.5534 (7)	31,626,700	D (3)
Common Stock	02/15/2019	S <u>(1)</u>	900	D	\$ 160.7033 (8)	31,625,800	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 Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships								
1 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9	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/ Sarah Dods, Attorney-in-Fact for Benioff	Marc	02/15/2019							
**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) Pursuant to a 10b5-1 Plan.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$157.9800 to \$158.9600 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 \$158.9800 to \$159.9600 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 \$159.9800 to \$160.1800 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 \$158.1300 to \$159.0600 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 \$159.1400 to \$160.1300 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 \$160.2800 to \$161.0800 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.

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.