

RingCentral Inc
Form 4
June 11, 2015

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 *
Shah Praful

(Last) (First) (Middle)

C/O RINGCENTRAL, INC., 20
DAVIS DRIVE

(Street)

BELMONT, CA 92004

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

RingCentral Inc [RNG]

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

06/09/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SVP, Strategy

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) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Class A Common Stock | 06/09/2015 | | S ⁽¹⁾ | 1,250 D | \$ 17.72 (2) | 457,595 | D |
| Class A Common Stock | 06/10/2015 | | S ⁽¹⁾ | 24,586 D | \$ 17.98 (3) | 433,009 | D |
| Class A Common Stock | 06/09/2015 | | S ⁽¹⁾ | 125 D | \$ 17.72 (2) | 36,864 | I |
| Class A Common | 06/10/2015 | | S ⁽¹⁾ | 2,457 D | \$ 17.98 | 34,407 | I |
| | | | | | | | By Trust (4) |
| | | | | | | | By Trust (4) |

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| | | | | | | | | |
|---------|------------|------|-------|---|-------|--------|---|----------|
| Stock | | | | | (3) | | | |
| Class A | | | | | \$ | | | |
| Common | 06/09/2015 | S(1) | 125 | D | 17.72 | 36,864 | I | By Trust |
| Stock | | | | | (2) | | | (4) |
| Class A | | | | | \$ | | | |
| Common | 06/10/2015 | S(1) | 2,457 | D | 17.98 | 34,407 | I | By Trust |
| Stock | | | | | (3) | | | (4) |

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)

[illegible]

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| Shah Praful C/O RINGCENTRAL, INC. 20 DAVIS DRIVE BELMONT, CA 92004 | | | SVP, Strategy | |

Signatures

/s/ Bruce P. Johnson, Attorney-in-fact for Praful Shah

06/11/2015

 **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 in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on September 5, 2014.

Reflects weighted average sale price. Actual sale prices ranged from \$17.64 to \$17.865 on June 9, 2015. The Reporting Person undertakes
(2) to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

Reflects weighted average sale price. Actual sale prices ranged from \$17.90 to \$18.04 on June 10, 2015. The Reporting Person undertakes
(3) to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

(4) Shares held in a trust for the benefit of the Reporting Person's children. The Reporting Person and his spouse are co-trustees of this trust.

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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