

WELCH SCOTT  
Form 4  
June 06, 2018

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WELCH SCOTT**

(Last) (First) (Middle)

**C/O FIVE9, INC. BISHOP RANCH  
8, 4000, EXECUTIVE PARKWAY,  
SUITE 400**

(Street)

**SAN RAMON,, CA 94583**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Five9, Inc. [FIVN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/04/2018**

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) below)

EVP, Cloud Operations

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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	06/04/2018		S		6,852 (1)	\$ 36.56 (2)	109,758 D
Common Stock	06/04/2018		M		3,907 A	\$ 12.24	113,665 D
Common Stock	06/04/2018		M		4,234 A	\$ 8.13	117,899 D
Common Stock	06/04/2018		M		3,094 A	\$ 16.25	120,993 D
	06/04/2018		S				109,758 D

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Common Stock				11,235 (3)	\$ 36.94 (4)		
Common Stock	06/05/2018		M	7,000	A	\$ 4.25	116,758 D
Common Stock	06/05/2018		S	7,000 (3)	D	\$ 37.45 (5)	109,758 D
Common Stock	06/05/2018		S	7,310 (6)	D	\$ 37.35 (5)	102,448 D

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)

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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares
Stock Option (right to buy)	\$ 12.24	06/04/2018		M	3,907	<u>(7)</u>	03/06/2024	Common Stock		3,907
Employee Stock Option (right to buy)	\$ 8.13	06/04/2018		M	4,234	<u>(8)</u>	03/09/2026	Common Stock		4,234
Employee Stock Option (right to buy)	\$ 16.25	06/04/2018		M	3,094	<u>(9)</u>	02/23/2027	Common Stock		3,094

Employee

Stock

Option (right to buy)	\$ 4.25	06/05/2018	M	7,000	<u>(10)</u>	11/05/2024	Common Stock	7,000
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WELCH SCOTT C/O FIVE9, INC. BISHOP RANCH 8, 4000 EXECUTIVE PARKWAY, SUITE 400 SAN RAMON,, CA 94583			EVP, Cloud Operations	

## Signatures

/s/ David Hill,  
attorney-in-fact

06/06/2018

\_\_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 reported sales were to cover taxes upon the vesting of restricted stock units.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.28 to \$36.80, inclusive. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

(3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 28, 2018.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.83 to \$37.91, inclusive. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.05 to \$38.12, inclusive. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.05 to \$37.08, inclusive. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

(7) The option dated March 6, 2014 is fully vested.

(8) The option vests in 48 equal monthly installments beginning on the one month anniversary of February 18, 2016.

(9) The option vests in 48 equal monthly installments beginning on the one month anniversary of February 23, 2017.

(10) The option vests in 48 equal monthly installments beginning on the one month anniversary of November 5, 2014.

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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