Edgar Filing: Cornerstone OnDemand Inc - Form 4

Cornerstone (Form 4 June 14, 2016	OnDemand Inc										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB	PPROVAL 3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation	F STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 19						ge Act of 1934,	Number: Expires: Estimated a burden hou response	January 31, 2005 average urs per		
obligations may continue. See Instruction 1(b). 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 R	esponses)										
Baker R C Mark S			2. Issuer Name and Ticker or Trading Symbol Cornerstone OnDemand Inc [CSOD]				-	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	Aiddle)	3. Date of Earliest Transaction (Chec					k all applicable)			
	D, INC., 1601 ELD BLVD., SU	((Month/Da 06/08/20	-				X Director Officer (give below)		er (specify	
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SANTA MO	NICA, CA 9040	4							More than One R		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ction Date 2A. Deemed Day/Year) Execution Date, if any (Month/Day/Year)		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesFBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	06/08/2016			Code V A	Amount 2,000 (1)	or (D) A	Price \$ 0	(Instr. 3 and 4) 22,706	D		

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 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. Transactic Code (Instr. 8)	5. Number prof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 42.95	06/08/2016		A	8,500	06/08/2017 <u>(2)</u>	06/08/2026	Common Stock	8,500

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Reporting Owners

Reporting Owner Name / Address	Relationships					
		Director	10% Owner	Officer	Other	
Baker R C Mark C/O CORNERSTONE ONDEMAND, INC. 1601 CLOVERFIELD BLVD., SUITE 620 SC SANTA MONICA, CA 90404	OUTH	Х				
Signatures						
/s/ Adam J. Weiss, by power of Attorney	06/14/2	2016				
**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) Each share is represented by a Restricted Stock Unit ("RSU"). The RSUs will vest on the first anniversary of the grant date, subject to the Reporting Person's continued service as of such date.
- (2) All of the shares subject to the option will vest on the first anniversary of the grant date, subject to the Reporting Person's continued service as of such date.

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.