Edgar Filing: Benioff Marc - Form 4

| Benioff Ma Form 4 July 02, 201 | | | | | | | | | | | | |
|---|---|--|----------------------|---|-------|--------------------|---|---------------------------|--|--|---|--|
| FORM | ЛЛ | STATES | SECU | DITIE | 75 | AND FY | сн | ANCE C | OMMISSION | | PROVAL | |
| | UNITED | STATES | | | | n, D.C. 2 | | | | OMB Number: | 3235-0287 | |
| Check this box if no longer subject to Section 16. SECURITIES | | | | | | | January 31, Expires: 2005 Estimated average burden hours per response 0.5 | | | | | |
| (Print or Type | Responses) | | | | | | | | | | | |
| Benioff Marc Syn | | | | 2. Issuer France and Frener of Frading | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (| Middle) | | | | | - | | (Check | all applicable |) | |
| (1 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2018 | | | | | _X_ Director10% Owner _X_ Officer (give titleOther (specify below) | | | |
| SAN FRAI | (Street) NCISCO, CA 941 | 05 | 4. If Am Filed(Mo | | | Date Origin ar) | nal | | 6. Individual or Joi Applicable Line) _X_ Form filed by Ou Form filed by Mo Person | ne Reporting Per | son | |
| (City) | (State) | (Zip) | Tał | ole I - N | on- | Derivativ | e Seci | urities Acqu | iired, Disposed of, | or Beneficiall | y Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemo Execution any (Month/Da | ed Date, if | 3. Transa Code | actic | | ties A sed of | cquired (A) (D) | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 07/02/2018 | | | Code $S(1)$ | V | Amount 600 | (D) D | Price \$ 136.58 (2) | | D <u>(3)</u> | | |
| Common Stock | 07/02/2018 | | | S <u>(1)</u> | | 2,300 | D | \$ 138.395 (4) | 7 32,933,900 | D <u>(3)</u> | | |
| Common Stock | 07/02/2018 | | | S <u>(1)</u> | | 1,230 | D | \$ 139.438 (5) | 7 32,932,670 | D <u>(3)</u> | | |
| Common Stock | 07/02/2018 | | | S <u>(1)</u> | | 870 | D | \$ 140.066 (6) | 1 32,931,800 | D <u>(3)</u> | | |

Edgar Filing: Benioff Marc - Form 4

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. Title | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|--------------|--------------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | ionNumber | 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) | Derivativ | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | | (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 | cisable Date | Title Number | | | |
| | | | | | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | | | |
|--|----------|---------------|-------------------------------|-------|--|--|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | | | |
| Benioff Marc THE LANDMARK @ ONE MARKET STREET SUITE 300 SAN FRANCISCO, CA 94105 | Х | | Chairman of the Board and CEO | | | | | | |
| Signatures | | | | | | | | | |
| /s/ Lisa Yun, Attorney-in-Fact for Marc Benioff | 07/02/2 | .018 | | | | | | | |

Date

<u>**Signature of Reporting Person</u> 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 \$136.2400 to \$137.2300 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.
- (4) Weighted average price. These shares were sold in multiple transactions at prices ranging from \$137.8700 to \$138.8400 inclusive. The reporting person undertakes to provide the issuer, any security holder of the issuer, or the staff of the Securities and Exchange

Edgar Filing: Benioff Marc - Form 4

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 \$138.9200 to \$139.8900 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 \$139.9200 to \$140.3100 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.

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.