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VEEVA SYSTEMS INC

Form 3

March 17, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting

Person *

KRISTIN MAJA

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/15/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

VEEVA SYSTEMS INC [VEEV]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O VEEVA SYTSTEMS INC., 4637 CHABOT DRIVE

SUITE 210

(Street)

Director _X_ 10% Owner Officer Other

(give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

PLEASANTON, Â CAÂ 94588

(State)

1. Title of Security

(Instr. 4)

(City)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Expiration Title Exercisable Date

Amount or Number of Derivative Security: Security Direct (D)

1

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Shares or Indirect (I)

(Instr. 5)

I

Series A Convertible Preferred Stock

(1)

Common (1) Stock (2)

6,500,000 \$ (1)

By Reporting Person, as trustee of the Maja Kristin Revocable Trust (3)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KRISTIN MAJA C/O VEEVA SYTSTEMS INC. 4637 CHABOT DRIVE SUITE 210 PLEASANTON. CAÂ 94588

Â ÂX Â

Signatures

/s/ Meaghan Nelson, Attorney-in-Fact

03/17/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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).
- Each share of convertible preferred stock will be automatically converted into one (1) share of Common Stock immediately prior to the closing of the Issuer's initial public offering of Class A Common Stock (the "IPO"), and has no expiration date.
 - Each share of Common Stock will be reclassified into one (1) share of Class B Common Stock immediately prior to the closing of the IPO. Each share of Class B Common Stock will be convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common
- Stock upon any transfer, whether or not for value, which occurs after the closing of the IPO, except for certain permitted transfers described in, and transfers to any "permitted transferee" as defined in, the Issuer's restated certificate of incorporation in effect after the closing of the IPO. All shares of Class A and Class B Common Stock will convert automatically into shares of a single class of Common Stock upon the earliest to occur of the following: (a) upon the election by the holders of a majority of the then outstanding shares of Class B Common Stock or (b) October 15, 2023.
- Shares held by Reporting Person, as trustee of the Maja Kristin Revocable Trust dated August 27, 2012 (the "Kristin Trust"). The (3) Reporting Person is a trustee and beneficiary of the Kristin Trust and may be deemed to share voting and dispositive power with regard to the reported shares held by the Kristin Trust.

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.

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