

Benioff Marc  
Form 4  
March 26, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Benioff Marc

2. Issuer Name and Ticker or Trading Symbol  
SALESFORCE COM INC [CRM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
415 MISSION STREET, 3RD FLOOR  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/22/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board & co-CEO

SAN FRANCISCO, CA 94105

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  |  |   |
| Common Stock                    | 03/26/2019                           |  | S <sup>(1)</sup>               |   | 1,400   | D  |   |
|                                 |                                      |  |                                |   | 158.3079  |  |   |
|                                 |                                      |  |                                |   | \$ 31,472,400   |  | D <sup>(3)</sup>                                      |
| Common Stock                    | 03/26/2019                           |  | S <sup>(1)</sup>               |   | 1,500   | D  |   |
|                                 |                                      |  |                                |   | 159.2813  |  |   |
|                                 |                                      |  |                                |   | \$ 31,470,900   |  | D <sup>(3)</sup>                                      |
| Common Stock                    | 03/26/2019                           |  | S <sup>(1)</sup>               |   | 1,200   | D  |   |
|                                 |                                      |  |                                |   | 160.3067  |  |   |
|                                 |                                      |  |                                |   | \$ 31,469,700   |  | D <sup>(3)</sup>                                      |
| Common Stock                    | 03/26/2019                           |  | S <sup>(1)</sup>               |   | 900   | D  |   |
|                                 |                                      |  |                                |   | \$ 161.2389   |  |   |
|                                 |                                      |  |                                |   | 31,468,800  |  | D <sup>(3)</sup>                                      |



## 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.

(3) Shares held in The Marc R. Benioff Revocable Trust.

Weighted average price. These shares were sold in multiple transactions at prices ranging from \$158.8800 to \$159.8600 inclusive. The

(4) 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 \$159.9700 to \$160.6200 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 \$161.0400 to \$161.6400 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.

(7) Each performance-based restricted stock unit, or PRSU, represents a contingent right to receive one share of Issuer common stock.

The PRSUs will vest depending on Issuer's total shareholder return ("TSR") over the three-year period from the grant date (the "Performance Period"), relative to companies in the NASDAQ-100 Index as of the grant date (the "Index Group"). If Issuer's TSR over the Performance Period is at the 60th percentile when ranked against the Index Group TSRs, 100% of the target number of shares will vest. For every percentile by which Issuer's TSR ranking within the Index Group exceeds the 60th percentile, shares vesting will increase by 3 and 1/3%, up to a maximum payout of 200% of target if Issuer's TSR ranking is at the 99th percentile. For every percentile by which Issuer's TSR ranking within the Index Group is below the 60th percentile, shares vesting will decrease by 2 and 22/39%, with no payout if Issuer's TSR ranking is below the 30th percentile. If Issuer's absolute TSR over the Performance Period is negative, the number of shares vesting will not exceed 100% of target.

(9) Option vests over four years at the rate of 25% on March 22, 2020, the first anniversary of the holder's date of grant, with the balance vesting in equal monthly installments over the remaining 36 months.

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.