

COMMVault SYSTEMS INC  
Form DEFA14A  
July 09, 2012

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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  X

Filed by a Party other than the Registrant  O

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

CommVault System Inc.  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
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  - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  - (4) Proposed maximum aggregate value of transaction:
  - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing Party:
  - (4) Date Filed:

2 Crescent Place  
Oceanport, NJ 07757

**Important Notice Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to Be Held at 9:00 a.m., August 22, 2012.**

Name

Address

City, State Zip Code

As part of our efforts to cut unnecessary expenses and conserve the environment, CommVault Systems, Inc. has elected to provide Internet access to the proxy statement and annual report rather than mailing paper reports. This reduces postage and printing expenses and paper waste. The proxy statement and annual report are available at: <http://www.cfpproxy.com/6030>.

The annual stockholder meeting will be held at 9:00 a.m. on August 22, 2012, at our offices located at 2 Crescent Place, Oceanport, New Jersey. The purposes of the meeting are:

1. To elect three Class III Directors for a term to expire at the 2015 Annual Meeting of Stockholders;
2. To ratify the appointment of Ernst & Young LLP as independent public accountants for the fiscal year ending March 31, 2013;
3. To vote, on an advisory basis, on executive compensation; and

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4. To transact such other business as may properly come before the meeting, or any adjournment or postponement thereof.

The Board of Directors is not aware of any other such business. Stockholders of record at the close of business on July 2, 2012 are entitled to vote at the meeting.

**Your Board of Directors recommends a vote FOR proposals 1, 2 and 3.**

**This is not a proxy card. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

Shortly, you will receive a proxy card that will reflect the proposals to be voted on at the Annual Meeting. You may vote on-line, by phone, by mail or in person. If you wish to vote on-line or by phone, you will need your Stockholder Control Number that can be found on the bottom right hand corner of this notice. No other personal information will be required in order to vote in this manner.

**If you want to receive a paper copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for these reports by August 13, 2012 to facilitate timely delivery, you will need your Stockholder Control Number that can be found in the lower right hand corner of this letter. Then, either:**

Call our toll-free number, (800) 951-2405; or

Visit our website at <http://www.cfpproxy.com/6030>; or

Send us an email at [fulfillment@rtco.com](mailto:fulfillment@rtco.com).

**and enter the Stockholder Control Number when prompted or, if you send us an email, enter it in the subject line.**

**Directions to the meeting can be obtained by calling (732) 870-4000.**

Thank you for your continued support.

**Stockholder Control  
Number**

