Edgar Filing: SPLUNK INC - Form 4

SPLUNK IN	IC										
Form 4											
June 20, 201	4										
FORM	14								OMB AF	PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check th if no long	ger								Expires:	January 31, 2005	
subject to	b SIAIEN	STATEMENT OF CHANG				GES IN BENEFICIAL OWNERS				ed average	
Section 1 Form 4 o		SECURITIES							burden hours per response 0.5		
Form 5		suant to S	Section 1	6(a) of the	e Securit	ties Ex	chang	e Act of 1934,	response	0.5	
obligatio	ns Section 17(•	1935 or Section	n		
may cont <i>See</i> Instru 1(b).		30(h)	of the In	vestment	Compar	iy Act	of 194	0			
(Print or Type I	Responses)										
CONTE DAVID F Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
SPLUN			UNK INC [SPLK]				(Check all applicable)				
(Last)	(First) (Middle)	3. Date of (Month/D	Earliest Tr	ansaction			Director	100	Owner	
C/O SPLUN BRANNAN	NK INC., 250 N STREET		06/18/20	•				Officer (give below)		er (specify	
	(Street)		4. If Ame	ndment, Da	te Origina	1		6. Individual or Jo	oint/Group Filir	g(Check	
Filed(Mon				Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SAN FRAN	ICISCO, CA 941	07						Person		r****8	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any		3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	isposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	06/18/2014			M	25,594		\$ 2.94	131,776	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)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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
Employee Stock Option (right to buy)	\$ 2.94	06/18/2014		М	25,594	<u>(1)</u>	07/14/2021	Common Stock	25,594

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CONTE DAVID F C/O SPLUNK INC. 250 BRANNAN STREET SAN FRANCISCO, CA 94107			SVP & Chief Financial Officer				
Signatures							
/s/ Steve Dean, by power of							
attorney		06/20/2014					

**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).
- The option, representing a right to purchase a total of 1,000,000 shares, is subject to an early exercise provision pursuant to which 34,013
 (1) shares become exercisable on January 1, 2015. One-fourth of the shares subject to the option vested on July 15, 2012 and one forty-eighth of the shares vest monthly thereafter.

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.