

Cornerstone OnDemand Inc  
 Form 3  
 November 22, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**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 * Weiss Adam J. (Last) (First) (Middle)	2. Date of Event Requiring Statement (Month/Day/Year) 11/13/2013	3. Issuer Name and Ticker or Trading Symbol Cornerstone OnDemand Inc [CSOD]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP Bus. Aff. & General Counsel	5. If Amendment, Date Original Filed(Month/Day/Year)
---	--	--	--	--

C/O CORNERSTONE  
 ONDEMAND, INC., 1601  
 CLOVERFIELD BLVD., SUITE  
 620 SOUTH  
 (Street)

SANTA MONICA, CA 90404  
 (City) (State) (Zip)

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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,960 <sup>(1)</sup> <sup>(2)</sup>	D	À

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

SEC 1473 (7-02)

**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 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	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
---	---	--	---------------------------	----------------------	--

## Edgar Filing: Cornerstone OnDemand Inc - Form 3

	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title				
Stock Option (right to buy)	Â (3)	12/31/2018	Common Stock	4,767	\$ 0.53	D	Â
Stock Option (right to buy)	Â (3)	12/30/2019	Common Stock	3,333	\$ 1.26	D	Â
Stock Option (right to buy)	Â (3)	12/30/2019	Common Stock	18,750	\$ 1.26	D	Â
Stock Option (right to buy)	09/20/2011 <sup>(4)</sup>	09/20/2020	Common Stock	15,000	\$ 5.93	D	Â
Stock Option (right to buy)	09/20/2011 <sup>(4)</sup>	01/14/2021	Common Stock	3,750	\$ 8.88	D	Â
Stock Option (right to buy)	01/01/2012 <sup>(4)</sup>	01/14/2021	Common Stock	30,000	\$ 8.88	D	Â
Stock Option (right to buy)	07/01/2013 <sup>(4)</sup>	07/01/2022	Common Stock	20,000	\$ 23.81	D	Â
Stock Option (right to buy)	07/01/2014 <sup>(4)</sup>	07/01/2023	Common Stock	31,670	\$ 44.01	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiss Adam J. C/O CORNERSTONE ONDEMAND, INC. 1601 CLOVERFIELD BLVD., SUITE 620 SOUTH SANTA MONICA, CA 90404	Â	Â	Â VP Bus. Aff. & General Counsel	Â

## Signatures

/s/ Adam J. Weiss  
11/22/2013

\*\*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).
- (1) Includes 4,050 shares represented by restricted stock units that vest in four equal annual installments beginning on July 1, 2013, subject to the Reporting Person continuing to be a Service Provider through each such vesting date.
  - (2) Includes 7,910 shares represented by restricted stock units that vest in four equal annual installments beginning on July 1, 2014, subject to the Reporting Person continuing to be a Service Provider through each such vesting date.

## Edgar Filing: Cornerstone OnDemand Inc - Form 3

(3) The shares subject to the option are fully vested and exercisable.

One-fourth (1/4) of the shares subject to the option will vest on the first anniversary of the Vesting Commencement Date, and the

(4) remaining shares will vest in equal monthly installments over the following 36 months, subject to the Reporting Person continuing to be a Service Provider through each such vesting date.

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.