RingCentral Inc Form 4 April 16, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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See Instruction

Check this box

if no longer

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Berman David Mark			Issuer Name and Ticker or Trading Symbol RingCentral Inc [RNG]				5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First) (·	3. Date of Earliest Transaction			(Check all applicable)			
C/O RINGCENTRAL, INC., 1400 FASHION ISLAND BLVD, 7TH FLOOR			(Month/Day/Year) 04/15/2015				Director 10% Owner Selfow Officer (give title Other (specify below) President		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
SAN MAT	EO, CA 94404						Person	Aore than One Re	porting
(City)	(State)	(Zip)	Гable I - Non-I	Derivative	Securi	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)		Code	4. Securit on(A) or Di (Instr. 3,	sposed 4 and 3 (A) or	of (D)	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)
Class A Common Stock	04/15/2015		C(1)	16,590	A	\$ 0	16,590	D	
Class A Common	04/15/2015		S(2)	16,590	D	\$ 17.01	0	D	

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

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(3)

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number.

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

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 or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title ON O
Stock Option (right to buy)	\$ 10.42	04/15/2015		M		16,590	06/12/2013(4)	06/12/2023	Class B Common 1 Stock
Class B Common Stock	<u>(1)</u>	04/15/2015		M	16,590		<u>(1)</u>	<u>(1)</u>	Class A Common 1 Stock
Class B Common Stock	<u>(1)</u>	04/15/2015		C <u>(1)</u>		16,590	<u>(1)</u>	<u>(1)</u>	Class A Common 1 Stock

Deletionship

Reporting Owners

Reporting Owner Name / Address		Kciauousinps					
	Director	10% Owner	Officer	Other			

Berman David Mark C/O RINGCENTRAL, INC.

1400 FASHION ISLAND BLVD, 7TH FLOOR President

SAN MATEO, CA 94404

Signatures

/s/ Bruce P. Johnson, Attorney-in-fact for David Mark
Berman 04/16/2015

**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).

Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock held by a shareholder will convert automatically into one share of Class A Common Stock upon (i) any transfer of such share (subject to certain exceptions), or (ii) the occurrence of certain other

(1) of Class A Common Stock upon (i) any transfer of such share (subject to certain exceptions), or (ii) the occurrence of certain other specific instances, including the vote of the holders of the Class B Common Stock, as set forth in the issuer's Amended and Restated Certificate of Incorporation.

Reporting Owners 2

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- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on August 28, 2014.
- Reflects weighted average sale price. Actual sale prices ranged from \$17.00 to \$17.05 on April 15, 2015. Reporting Person undertakes to (3) provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (4) The option was immediately exercisable on date of grant. 25% of the shares subject to the option vested on 6/10/2014, and 1/48th of the shares vest each month thereafter over the following 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.