## SEC Form 4

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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL

OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5
	Estimated average burde

1. Name and Address of Reporting Person* WELCH SCOTT		n*	2. Issuer Name and Ticker or Trading Symbol Five9, Inc. [FIVN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>WELCH SCOTT</u>					Director Officer (give title	10% Owner Other (specify			
(Loot)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	below)	below)			
C/O FIVE9, INC. BISHOP RANCH 8, 4000			03/09/2016		EVP, Cloud Operations				
EXECUTIVE PA	ARKWAY, SUITE	400	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filing	(Check Applicable			
(Street)				Line)		5 (			
SAN RAMON,	CA	94583		X	Form filed by One Rep	orting Person			
					Form filed by More that Person	n One Reporting			
(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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/09/2016		A		32,500	A	\$0.00	241,438	D		
Common Stock	03/10/2016		<b>S</b> <sup>(1)</sup>		1,305	D	<b>\$7.78</b> <sup>(2)</sup>	240,133	D		
Common Stock	03/10/2016		<b>S</b> <sup>(1)</sup>		1,801	D	<b>\$7.75</b> <sup>(3)</sup>	238,332	D		

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

	(0.3., pare, oans, oans, opnons, oon on and oo annoo)														
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. Transa Code ( 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$8.13	03/09/2016		A		67,750		(4)	02/18/2026	Common Stock	67,750	\$0.00	67,750	D	

#### Explanation of Responses:

1. The reported sales were to cover taxes upon the vesting of restricted stock units.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.77 to \$7.81. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.70 to \$7.79. The reporting person undertakes to provide Five9, Inc., any security holder of Five9, Inc., 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 ranges set forth in this footnote.

4. The option vests in 48 equal monthly installments beginning on the one month anniversary of February 18, 2016.

#### Remarks:

#### /s/ David Hill, attorney-in-fact 03/11/2016

\*\* Signature of Reporting Person Date

Data

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

 $^{\ast}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.