VEEVA SYSTEMS INC

Form 4

January 15, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

Persons who respond to the collection of

information contained in this form are not

required to respond unless the form

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

CODD RONALD E F

1. Name and Address of Reporting Person *

may continue.

See Instruction

CODD KONALD E F			Symbol VEEVA SYSTEMS INC [VEEV]				EV]	(Cl. 1. 11. 11. 11.)			
(Last) (First) (Middle) C/O VEEVA SYSTEMS INC., 4637 CHABOT DRIVE, SUITE 210			3. Date of Earliest Transaction (Month/Day/Year) 01/15/2015					(Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
PLEASAN' (City)	TON, CA 9458		Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Table 1 - Itoli-Delivative Securities Acquired, Disposed of, of Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Do (Month/Day/Yea	Transaction Date 2A. Deem Execution any (Month/D		Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price			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	01/15/2015			С	2,000	A	\$ 0	2,000	I	By Codd Revocable Trust dtd 03/06/98 (1)	
Class A Common Stock	01/15/2015			S(2)	2,000	D	\$ 28.52	0	I	By Codd Revocable Trust dtd 03/06/98 (1)	

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

SEC 1474

(9-02)

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		4. Transactic Code (Instr. 8)	5. Number on f 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 Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derive Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	(3)	01/15/2015		С	2,000	(3)	(3)	Class A Common Stock	2,000	\$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CODD RONALD E F

C/O VEEVA SYSTEMS INC.
4637 CHABOT DRIVE, SUITE 210

PLEASANTON, CA 94588

Signatures

Meaghan Nelson, attorney-in-fact 01/15/2015

**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).
- (1) Shares held by the Codd Revocable Trust dtd 03/06/98 (the "Codd Trust"). The Reporting Person is a trustee and beneficiary of the Codd Trust, and may be deemed to share voting and dispositive power with regard to the reported shares held by the Codd Trust.
- (2) The sales reported on this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted by the Reporting Person.
- (3) Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon any transfer, whether or not for value, which occurs after the closing of the IPO, except for certain permitted transfers described in, and transfers to any "permitted transferee" as defined in, the Issuer's restated certificate of incorporation in effect

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after the closing of the IPO. All shares of Class A and Class B Common Stock will convert automatically into shares of a single class of Common Stock upon the earliest to occur of the following: (a) upon the election by the holders of a majority of the then outstanding shares of Class B Common Stock or (b) October 15, 2023.

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. Defined (1) 352500 Sempra Energy COM 816851109 31026 481093 SH Defined (1) 481093 Simon Property Group Inc COM 828806109 85244 561519 SH Defined (1) 231903 329616 SL Green Realty Corp COM 78440X101 33906 423451 SH Defined (1) 142500 280951 Southwest Gas Corp COM 844895102 14743 333549 SH Defined (1) 333549 Sovran Self Storage Inc COM 84610H108 17390 300600 SH Defined (1) 105300 195300 SPDR S&P 500 ETF TR TR UNIT 78462F103 2484 17252 SH Defined (1) 17252 SPDR S&P MIDCAP 400 ETF TRUST TR UNIT 78467Y107 2814 15640 SH Defined (1) 15640 Spectra Energy Corp COM 847560109 38652 1316485 SH Defined (1) 1316485 Suburban Propane Partners LP UNIT LTD PARTN 864482104 827 19992 SH Defined (1) 19992 SUN LIFE FINANCIAL INC COM 866796105 4361 191100 SH Defined (1) 191100 Sunoco Logistics Partners LP COM UNITS 86764L108 14685 314787 SH Defined (1) 314787 Sunstone Hotel INVS INC NEW CV 8% CUM PFD-D 867892507 209 8100 SH Defined (1) 8100 Targa Resources Partners LP COM UNIT 87611X105 2556 59600 SH Defined (1) 59600 TECK COMINCO LIMITED CL B 878742204 2144 72800 SH Defined (1) 72800 TECUMSEH PRODS CO CL B 878895101 2800 500000 SH Defined 500000 The Williams Companies, Inc. COM 969457100 36204 1035300 SH Defined (1) 1035300 Toll Brothers Inc COM 889478103 6064 182500 SH Defined (1) 40900 141600 TORONTO DOMINION BK ONT COM NEW 891160509 358 4300 SH Defined 4300 TransCanada Corp COM 89353D107 60086 1321080 SH Defined (1) 1321080 TRW AUTOMOTIVE HOLDINGS CORP COM 87264S106 4655 106500 SH Defined (1) 106500 Ventas Inc COM 92276F100 15763 253213 SH Defined (1) 109900 143313 VERIZON COMMUNICATIONS INC COM 92343V104 342 7500 SH Defined (1) 7500 WAUSAU PAPER CORP COM 943315101 7173 774634 SH Defined 774634 Weyerhaeuser Co COM 962166104 21006 803600 SH Defined (1) 301200 502400 WGL Holdings Inc COM 92924F106 6074 150911 SH Defined (1) 150911 Williams Partners LP COM UNIT L P 96950F104 2118 38742 SH Defined (1) 38742 WINDSTREAM CORP COM 97381W104 555 54900 SH Defined (1) 54900 WYNN RESORTS LTD COM 983134107 5853 50700 SH Defined (1) 50700