

Five9, Inc.
Form 4
April 07, 2014

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KERTZMAN MITCHELL

(Last) (First) (Middle)

**C/O HUMMER WINBLAD
EQUITY PARTNERS V LLC, PIER
33 SOUTH, THE EMBARCADERO**

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Five9, Inc. [FIVN]

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock	04/03/2014		A	25,000	A \$ 0 25,000	D ⁽¹⁾	
Common Stock					8,410,041	I	See Footnotes ⁽²⁾ ⁽³⁾

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

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SEC 1474
(9-02)

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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. Transaction Code (Instr. 8)	5. Number of 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 of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KERTZMAN MITCHELL C/O HUMMER WINBLAD EQUITY PARTNERS V LLC PIER 33 SOUTH, THE EMBARCADERO SAN FRANCISCO, CA 94111	X	X		

Signatures

/s/ Ingrid Chiavacci, attorney-in-fact for Hummer Winblad Venture Partners V,
L.P.

04/07/2014

**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).

- (1) The reported shares are owned directly by Mitchell Kertzman, who is a managing member of Hummer Winblad Equity Partners V, L.L.C. ("HWEP V"), which is the general partner of Hummer Winblad Venture Partners V, L.P. ("HWVP V") and Hummer Winblad Venture Partners V-A, L.P. ("HWVP VA"). By agreement with the funds, Mr. Kertzman is deemed to hold the shares for the benefit of the funds. Mr. Kertzman disclaims beneficial ownership of the shares except to the extent of his pecuniary interest therein.
- (2) Shares are owned directly by HWVP V as nominee for HWVP V and HWVP VA. Mitchell Kertzman is a managing member of HWEP V, which is the general partner of HWVP V and HWVP VA.
- (3) Mr. Kertzman may be deemed the beneficial owner of the reported shares, but disclaims beneficial ownership of all shares held by HWVP V except to the extent of his pecuniary interests therein.

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

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