Carter David Joseph Form 3 March 16, 2011

### FORM 3

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

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Cornerstone OnDemand Inc [CSOD] A Carter David Joseph (Month/Day/Year) 03/16/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O CORNERSTONE (Check all applicable) ONDEMAND, INC., 1601 CLOVERFIELD BLVD., SUITE 10% Owner Director 620 SOUTH \_X\_\_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Vice President of Sales Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person **SANTA** Form filed by More than One MONICA... CAÂ 90404 Reporting Person (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â Common Stock 50,000 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

Securities Underlying Conversion Ownership Derivative Security

The security of Exercise Form of Conversion Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	(1)	12/30/2018	Common Stock	225,000	\$ 0.53	D	Â

# **Reporting Owners**

Reporting Owner Name / Address		Relationships				
1 8	Director	10% Owner	Officer	Other		
Carter David Joseph C/O CORNERSTONE ONDEMAND, INC. 1601 CLOVERFIELD BLVD., SUITE 620 SOUTH SANTA MONICA,, CA 90404	Â	Â	Vice President of Sales	Â		

### **Signatures**

/s/ Adam J. Weiss, by power of attorney

\*\*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).

An option representing a right to purchase a total of 275,000 shares was exercised in part prior to the date on which the Reporting Person (1) became subject to Section 16. One-fourth of the shares subject to the option vested on August 1, 2009 and one forty-eighth of the shares shall vest monthly thereafter.

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.

Reporting Owners 2