

Helvey Kirsten Maas
 Form 3
 February 25, 2013

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 Person *
 Helvey Kirsten Maas
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 02/15/2013

3. Issuer Name and Ticker or Trading Symbol
 Cornerstone OnDemand Inc [CSOD]

4. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

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

C/O CORNERSTONE
 ONDEMAND, INC., 1601
 CLOVERFIELD BLVD., SUITE
 620 SOUTH
 (Street)

____ Director ____ 10% Owner
 Officer ____ Other
 (give title below) (specify below)
 SVP, Client Success

SANTA MONICA, CA 90404
 (City) (State) (Zip)

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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	110,415 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	À
Common Stock	94	I	See <u>(7)</u>

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

SEC 1473 (7-02)

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

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One-third of the shares subject to the option will vest on the first anniversary of the Vesting Commencement Date, and the remaining shares will vest in equal monthly installments over the following 24 months, subject to the Reporting Person continuing to be a Service Provider through each such vesting date.

(6) On December 4, 2012, the optionholder was granted an option to purchase 59,683 shares of the Issuer's common stock, subject to the satisfaction of certain performance criteria beginning on December 31, 2012. Certain performance criteria were met on December 31, 2012, resulting in vesting of the option as to 392 shares.

(7) By Spouse.

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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