

Cornerstone OnDemand Inc  
Form 8-K  
July 20, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**

**The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**May 26, 2011**

**Cornerstone OnDemand, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction)**

**001-35098**  
**(Commission)**

**13-4068197**  
**(IRS Employer)**

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(State of incorporation)

(File Number)  
**1601 Cloverfield Blvd.**

(Identification No.)

**Suite 620 South**

**Santa Monica, CA 90404**

(Address of principal executive offices, including zip code)

**(310) 752-0200**

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

On May 26, 2011, Cornerstone OnDemand, Inc. (the **Company**) and Silicon Valley Bank (**SVB**) entered into an amendment (the **First Amendment**) to a Loan and Security Agreement, dated as of August 20, 2010, between the Company and SVB (the **Loan Agreement**), pursuant to which, among things, SVB agreed to increase the line of credit available under the Loan Agreement to provide for additional advances of up to an aggregate of \$3 million exclusively for the purchase of certain software and equipment. The foregoing description of the First Amendment is qualified in its entirety by reference to the First Amendment, a copy of which will be filed with the Company's next quarterly report on Form 10-Q. There are no other material relationships between the Company and SVB or any of their respective affiliates, other than with respect to the First Amendment and the Loan Agreement.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CORNERSTONE ONDEMAND, INC.**

By: /s/ Adam Miller  
Adam L. Miller

President and Chief Executive Officer

Date: July 20, 2011