

Schultz Erica

Form 3

April 16, 2018

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 *

Â Schultz Erica

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/12/2018

3. Issuer Name **and** Ticker or Trading Symbol
NEW RELIC, INC. [NEWR]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

C/O NEW RELIC, INC.,Â 188
SPEAR STREET, STE. 1200

(Street)

SAN

FRANCISCO,Â CAAÂ 94105

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

20,527

D

Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â <u>(1)</u>	05/15/2024	Common Stock	53,282	\$ 16.93	D	Â
Restricted Stock Units	Â <u>(2)</u>	12/11/2024	Common Stock	5,394	\$ 0	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	12/11/2024	Common Stock	41,091	\$ 23	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	05/14/2025	Common Stock	18,973	\$ 30.71	D	Â
Restricted Stock Units	Â <u>(5)</u>	05/14/2025	Common Stock	2,748	\$ 0	D	Â
Restricted Stock Units	Â <u>(6)</u>	08/16/2025	Common Stock	1,091	\$ 0	D	Â
Stock Option (Right to Buy)	Â <u>(7)</u>	08/16/2025	Common Stock	6,377	\$ 34.39	D	Â
Restricted Stock Units	Â <u>(8)</u>	05/14/2026	Common Stock	8,254	\$ 0	D	Â
Stock Option (Right to Buy)	Â <u>(9)</u>	05/15/2026	Common Stock	10,676	\$ 25.86	D	Â
Stock Option (Right to Buy)	Â <u>(10)</u>	05/14/2027	Common Stock	22,265	\$ 44.58	D	Â
Restricted Stock Units	Â <u>(11)</u>	05/14/2027	Common Stock	8,008	\$ 0	D	Â
Restricted Stock Units	Â <u>(12)</u>	11/14/2027	Common Stock	2,725	\$ 0	D	Â
Stock Option (Right to Buy)	Â <u>(13)</u>	11/14/2027	Common Stock	6,710	\$ 54.56	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schultz Erica C/O NEW RELIC, INC. 188 SPEAR STREET, STE. 1200 SAN FRANCISCO, CA 94105	Â	Â	Â Chief Revenue Officer	Â

Signatures

Erica Schultz, by /s/ Ron A. Metzger,
Attorney-in-Fact

04/16/2018

 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).
- (1) 25% of the shares subject to the option vest on the first anniversary of April 2, 2014, and the remainder vest in equal monthly installments thereafter.
- (2) 10% of the shares underlying the RSUs shall vest on the first anniversary of December 15, 2014 (the "Vesting Start Date"); 5% of the shares underlying the RSUs shall vest in equal quarterly installments thereafter until the second anniversary of the Vesting Start Date and 8.75% of the shares underlying the RSUs shall vest in equal quarterly installments thereafter until the fourth anniversary of the Vesting Start Date.
- (3) 10% of the shares subject to the option shall vest on the first anniversary of December 15, 2014 (the "Vesting Start Date"); 1.667% of the shares subject to the option shall vest in equal monthly installments thereafter until the second anniversary of the Vesting Start Date and 2.917% of the shares subject to the option shall vest in equal monthly installments thereafter until the fourth anniversary of the Vesting Start Date.
- (4) 25% of the shares subject to the option vest on the first anniversary of May 15, 2015, and the remainder vest in equal monthly installments thereafter.
- (5) 25% of the shares underlying the RSUs shall vest on the first anniversary of May 15, 2015 (the "Vesting Start Date") and the remainder of the shares underlying the RSUs shall vest in equal quarterly installments thereafter.
- (6) 25% of the shares underlying the RSUs shall vest on the first anniversary of August 15, 2015 (the "Vesting Start Date") and the remainder of the shares underlying the RSUs shall vest in equal quarterly installments thereafter.
- (7) 25% of the shares subject to the option vest on the first anniversary of August 15, 2015, and the remainder vest in equal monthly installments thereafter.
- (8) 6.25% of the units vest on each quarterly anniversary after May 15, 2016.
- (9) 2.083% of the shares subject to the option vest on each monthly anniversary after April 1, 2016.
- (10) 2.083% of the shares subject to the option vest on each monthly anniversary after April 1, 2017.
- (11) 6.25% of the units vest on each quarterly anniversary after May 15, 2017.
- (12) 6.25% of the units vest on each quarterly anniversary after November 15, 2017.
- (13) 2.083% of the shares subject to the option vest on each monthly anniversary after November 1, 2017.

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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