### Edgar Filing: NEW RELIC, INC. - Form 4

NEW DELIC INC

Form 4	L, IINC.										
December 10	6, 2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long	oer.								Expires:	January 31, 2005	
subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per response 0				
Form 5 obligations may continue.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 19401(b).											
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Schulman Robin			2. Issuer Name <b>and</b> Ticker or Trading Symbol NEW RELIC, INC. [NEWR]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (	Middle)	3. Date of Earliest Transaction (Ch					(Check	ck all applicable)		
C/O NEW RELIC, INC., 188 SPEAR STREET, STE. 1200			(Month/Day/Year) 12/15/2016					Director 10% Owner X Officer (give title Other (specify below) below) VP, General Counsel /Secretary			
				ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
SAN FRAN	ICISCO, CA 941	05						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative	Secur	rities Acq	uired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/D		Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/15/2016			М	525	А	\$0	525	D		
Common Stock	12/16/2016			S	196 <u>(1)</u>	D	\$ 29.295	329	D		

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number.

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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. Transacti Code (Instr. 8)	Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 23	12/15/2016		М	525	(2)	(2)	Common Stock	525	\$ C

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
D	Director	10% Owner	Officer	Other			
Schulman Robin C/O NEW RELIC, INC. 188 SPEAR STREET, STE. 1200 SAN FRANCISCO, CA 94105			VP, General Counsel /Secretary				
Signatures							
Robin Schulman, by /s/ Ron A. Metzg Attorney-in-Fact	ger,		12/16/2016				
<u>**</u> Signature of Reporting Persor	1		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 Reporting Person made a prior election to sell only the number of shares of common stock necessary to cover applicable tax withholding obligations realized upon the vesting of restricted stock units, as well as any related brokerage commission fees.

15% of the units vest on the first anniversary of December 15, 2014, 20% of the units vest quarterly thereafter over the next twelve

(2) months, 30% of the units vest quarterly thereafter over the next 12 months and the remaining 35% of the units vest quarterly thereafter over the last 12 months.

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.