1. **Name and Address of Reporting Person**
   
   **Tully Timothy**
   
   (Last) C/O SPLUNK INC. (Street)
   (First) 270 BRANNAN STREET (City)
   (Middle) SAN FRANCISCO (State) 94107 (Zip)

2. **Issuer Name and Ticker or Trading Symbol**
   
   **SPLUNK INC [SPLK]**

3. **Date of Earliest Transaction (Month/Day/Year)**
   
   09/10/2020

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   
   09/10/2020

5. **Relationship of Reporting Person(s) to Issuer**
   
   - Director
   - 10% Owner
   - Officer (give title below)
   - Other (specify below)
     
     SVP, Chief Technology Officer

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 5)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>09/10/2020</td>
<td></td>
<td>A</td>
<td>3,300</td>
<td>131,418</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>09/14/2020</td>
<td></td>
<td>s(2)</td>
<td>8,679</td>
<td>122,739</td>
<td>Indirect (I)</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 5)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title of Security Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

**Explanation of Responses:**

1. The reported shares are represented by additional performance units ("PSUs") earned pursuant to the terms of a performance unit award granted on March 15, 2018 reflecting the achievement of the related stock price performance metrics, with 100% of the PSUs vesting on September 10, 2020.

2. The reported shares were sold to satisfy the Reporting Person's tax liability in connection with the vesting of restricted stock units ("RSUs") and PSUs.

**Remarks:**

\[/s/ Steve Dean, by power of attorney 09/14/2020\]

**Signature of Reporting Person**

**Date**

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

*If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.