

VANDERPLOEG MARTIN J

Form 4

November 14, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
VANDERPLOEG MARTIN J

(Last) (First) (Middle)

2900 UNIVERSITY BOULEVARD

(Street)

AMES, IA 50010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
WORKIVA INC [WK]

3. Date of Earliest Transaction
(Month/Day/Year)
11/12/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President & CEO

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	11/12/2018		S ⁽¹⁾		20,100	D	\$ 35.53 ⁽²⁾	529,900	I	By living trust
Class A Common Stock	11/12/2018		S ⁽¹⁾		2,500	D	\$ 36.6 ⁽³⁾	527,400	I	By living trust
Class A Common Stock	11/12/2018		S ⁽¹⁾		2,200	D	\$ 37.33 ⁽⁴⁾	525,200	I	By living trust
Class A Common	11/12/2018		S ⁽¹⁾		200	D	\$ 38.52	525,000	I	By living trust

Stock

Class A

Common

Stock

260,077

D

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock ⁽⁵⁾	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Class A Common Stock	2,515,000
Class B Common Stock ⁽⁵⁾	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Class A Common Stock	889,020
Employee Stock Option to Purchase Class A Common Stock ⁽⁶⁾	\$ 12.4					02/01/2018 ⁽⁷⁾	01/31/2027	Class A Common Stock	200,204
Employee Stock Option to Purchase Class A Common Stock ⁽⁶⁾	\$ 14.74					02/01/2017 ⁽⁷⁾	01/31/2026	Class A Common Stock	168,421

Employee
 Stock
 Option to
 Purchase \$ 15.83
 Class A
 Common
 Stock ⁽⁸⁾

08/12/2015⁽⁹⁾ 08/11/2024 Class A
 Common Stock 178,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VANDERPLOEG MARTIN J 2900 UNIVERSITY BOULEVARD AMES, IA 50010	X	X	President & CEO	

Signatures

/s/ Troy M. Calkins as attorney-in-fact for Martin J.
 Vanderploeg

11/14/2018

 Signature of Reporting Person

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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 23, 2018.

(2) The price reported in Column 4 is a weighted-average price. The prices actually received range from \$35.00 to \$35.99. For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(3) The price reported in Column 4 is a weighted-average price. The prices actually received range from \$36.13 to \$36.975. For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(4) The price reported in Column 4 is a weighted-average price. The prices actually received range from \$37.01 to \$37.87. For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(5) Each share of Class B Common Stock is convertible, at any time at the election of the holder, into one share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (i) the date specified by the holders of at least 66 2/3% of the outstanding shares of Class B Common Stock, (ii) any transfer, except for certain "qualified transfers" (as defined in the Issuer's Certificate of Incorporation) or (iii) upon the death of a natural person holding shares of Class B Common Stock (subject to certain exceptions as defined in the Issuer's Certificate of Incorporation).

(6) Grant of stock option pursuant to the 2014 Equity Incentive Plan.

(7) Vests in three equal annual installments commencing on the first anniversary of the grant date.

(8) Granted pursuant to 2009 Unit Incentive Plan.

(9) Vests as to 25% of the shares on the first anniversary of the grant date and as to 6.25% of the shares at the end of each three-month period thereafter.

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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