#### VANDERPLOEG MARTIN J

Form 4

November 14, 2018

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

Form filed by More than One Reporting

Person

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or 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 1940

burden hours per response... 0.5

*See* Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * VANDERPLOEG MARTIN J |          |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer        |  |  |  |
|--|----------|----------|--|---|--|--|--|
|  |          |          | WORKIVA INC [WK]                                   | (Check all applicable)                                  |  |  |  |
| (Last)   | (First)  | (Middle) | 3. Date of Earliest Transaction                    |   |  |  |  |
|  |          |          | (Month/Day/Year)                                   | X DirectorX 10% Owner                                   |  |  |  |
| 2900 UNIVERSITY BOULEVARD                                      |          | LEVARD   | 11/12/2018   | _X_ Officer (give title Other (specify below)           |  |  |  |
|  |          |          |  | President & CEO   |  |  |  |
|  | (Street) |          | 4. If Amendment, Date Original                     | 6. Individual or Joint/Group Filing(Check               |  |  |  |
|  |          |          | Filed(Month/Day/Year)                              | Applicable Line) _X_ Form filed by One Reporting Person |  |  |  |

AMES, IA 50010

| (City)                               | (State)                                 | (Zip) <b>Tabl</b>   | e I - Non-I                            | Derivative | Secur | ities Acqu   | ired, Disposed of  | , or Beneficial   | ly Owned        |
|--------------------------------------|---|---|--|------------|-------|--|--|---|-----------------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | (A) or     |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                 |
| Class A<br>Common<br>Stock           | 11/12/2018                              |   | S <u>(1)</u>                           | 20,100     | D     | \$<br>35.53<br>(2)   | 529,900  | I   | By living trust |
| Class A<br>Common<br>Stock           | 11/12/2018                              |   | S <u>(1)</u>                           | 2,500      | D     | \$ 36.6<br>(3)   | 527,400  | I   | By living trust |
| Class A<br>Common<br>Stock           | 11/12/2018                              |   | S <u>(1)</u>                           | 2,200      | D     | \$<br>37.33<br>(4)   | 525,200  | I   | By living trust |
| Class A<br>Common                    | 11/12/2018                              |   | S <u>(1)</u>                           | 200        | D     | \$<br>38.52  | 525,000  | I   | By living trust |

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Stock

Class A

Common 260,077 D

Stock

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

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SEC 1474

(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                          | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                       |                    | 7. Title and A Underlying S (Instr. 3 and | Securities                       |
|--|---|---|---|--|---|-----------------------|--------------------|---|----------------------------------|
|  |   |   |   | Code V                                 | (A) (D)   | Date Exercisable      | Expiration<br>Date | Title                                     | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock (5)   | <u>(5)</u>  |   |   |  |   | (5)                   | (5)                | Class A<br>Common<br>Stock                | 2,515,009                        |
| Class B<br>Common<br>Stock (5)   | <u>(5)</u>  |   |   |  |   | (5)                   | (5)                | Class A<br>Common<br>Stock                | 889,020                          |
| Employee<br>Stock<br>Option to<br>Purchase<br>Class A<br>Common<br>Stock (6) | \$ 12.4   |   |   |  |   | 02/01/2018 <u>(7)</u> | 01/31/2027         | Class A<br>Common<br>Stock                | 200,204                          |
| Employee<br>Stock<br>Option to<br>Purchase<br>Class A<br>Common<br>Stock (6) | \$ 14.74  |   |   |  |   | 02/01/2017 <u>(7)</u> | 01/31/2026         | Class A<br>Common<br>Stock                | 168,421                          |

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Employee Stock

Option to Class A

178,200

Class A Common Stock (8)

VA 290 AN

## **Reporting Owners**

| Reporting Owner Name / Address                                   | Relationships |           |                 |       |  |  |  |  |
|--|---------------|-----------|-----------------|-------|--|--|--|--|
|  | Director      | 10% Owner | Officer         | Other |  |  |  |  |
| ANDERPLOEG MARTIN J<br>000 UNIVERSITY BOULEVARD<br>MES. 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.
- 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.
- 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.
- 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.
- 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 (5) 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.

Reporting Owners 3

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