

VANDERPLOEG MARTIN J
 Form 4
 February 05, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2900 UNIVERSITY BOULEVARD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/01/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & COO

AMES, IA 50010
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	02/01/2018		A ⁽¹⁾		89,028	A ⁽²⁾	\$ 22.25
Class A Common Stock					350,000	I	By living trust

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

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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. 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
Employee Stock Option to Purchase Class A Common Stock ⁽³⁾	\$ 12.4					02/01/2018 ⁽²⁾	01/31/2027	Class A Common Stock	200,204
Employee Stock Option to Purchase Class A Common Stock ⁽³⁾	\$ 14.74					02/01/2017 ⁽²⁾	01/31/2026	Class A Common Stock	168,421
Employee Stock Option to Purchase Class A Common Stock ⁽⁴⁾	\$ 15.83					08/12/2015 ⁽⁵⁾	08/11/2024	Class A Common Stock	178,200
Class B Common Stock ⁽⁶⁾	⁽⁶⁾					⁽⁶⁾	⁽⁶⁾	Class A Common Stock	2,639,240
Class B Common Stock ⁽⁶⁾	⁽⁶⁾					⁽⁶⁾	⁽⁶⁾	Class A Common Stock	889,020

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

VANDERPLOEG MARTIN J
 2900 UNIVERSITY BOULEVARD X X President & COO
 AMES, IA 50010

Signatures

/s/ Troy M. Calkins as attorney-in-fact for Martin J. 02/05/2018
 Vanderploeg

__*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) Grant of restricted stock units pursuant to the 2014 Equity Incentive Plan.
- (2) Vests in three equal annual installments commencing on the first anniversary of the grant date.
- (3) Grant of stock option pursuant to the 2014 Equity Incentive Plan.
- (4) Granted pursuant to 2009 Unit Incentive Plan.
- (5) 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.

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

- (6) 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).

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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