

VANDERPLOEG MARTIN J  
 Form 4  
 February 07, 2018

**FORM 4**

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

OMB APPROVAL

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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

(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)  
 02/05/2018

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) |   |                 |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |                 |
| Class A Common Stock            | 02/05/2018                           |  | F(1)                           | 14,497  | D   | \$ 22.05   | 335,838                                    | D |                 |
| 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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SEC 1474 (9-02)

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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 <sup>(2)</sup> | \$ 12.4  |                                      |  |                                |   | 02/01/2018 <sup>(3)</sup>                                | 01/31/2027  | Class A Common Stock | 200,204                    |
| Employee Stock Option to Purchase Class A Common Stock <sup>(2)</sup> | \$ 14.74   |                                      |  |                                |   | 02/01/2017 <sup>(3)</sup>                                | 01/31/2026  | Class A Common Stock | 168,421                    |
| Employee Stock Option to Purchase Class A Common Stock <sup>(4)</sup> | \$ 15.83   |                                      |  |                                |   | 08/12/2015 <sup>(5)</sup>                                | 08/11/2024  | Class A Common Stock | 178,200                    |
| Class B Common Stock <sup>(6)</sup>                                   | <sup>(6)</sup>   |                                      |  |                                |   | <sup>(6)</sup>   | <sup>(6)</sup>  | Class A Common Stock | 2,639,240                  |
| Class B Common Stock <sup>(6)</sup>                                   | <sup>(6)</sup>   |                                      |  |                                |   | <sup>(6)</sup>   | <sup>(6)</sup>  | 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.    02/07/2018  
 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) Shares delivered to the issuer for the payment of withholding taxes due upon the vesting of restricted stock previously granted.
- (2) Grant of stock option pursuant to the 2014 Equity Incentive Plan.
- (3) Vests in three equal annual installments commencing on the first anniversary of the grant date.
- (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 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. 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.