

WORKIVA INC  
Form 4  
February 09, 2015

**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**

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**TROM JEFF D**

(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)  
**02/05/2015**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive VP & CTO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<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. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Class A<br>Common<br>Stock            | 02/05/2015                              |                                                             | A <sup>(1)</sup>                     |                                                                            | 40,000<br><sup>(2)</sup>                                                                                           | A <u>(1)</u>                                                         | 40,000 D                                                          |

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

**Persons who respond to the collection of  
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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)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                     | 2. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                                                         |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date Exercisable Expiration Date                               | Title Amount or<br>Number of<br>Shares                              |
| Employee<br>Stock<br>Option to<br>Purchase<br>Class A<br>Common<br>Stock <sup>(3)</sup> | \$ 15.83                                                           |                                         |                                                             |                                      |                                                                                                                    | 08/12/2015 <sup>(4)</sup> 08/11/2024                           | Class A<br>Common<br>Stock 178,200                                  |
| Class B<br>Common<br>Stock <sup>(5)</sup>                                               | <sup>(5)</sup>                                                     |                                         |                                                             |                                      |                                                                                                                    | <sup>(5)</sup> <sup>(5)</sup>                                  | Class A<br>Common<br>Stock 1,881,533                                |
| Class B<br>Common<br>Stock <sup>(5)</sup>                                               | <sup>(5)</sup>                                                     |                                         |                                                             |                                      |                                                                                                                    | <sup>(5)</sup> <sup>(5)</sup>                                  | Class A<br>Common<br>Stock 523,050                                  |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                    |       |
|------------------------------------------------------------|---------------|-----------|--------------------|-------|
|                                                            | Director      | 10% Owner | Officer            | Other |
| TROM JEFF D<br>2900 UNIVERSITY BOULEVARD<br>AMES, IA 50010 |               | X         | Executive VP & CTO |       |

## Signatures

/s/ Troy M. Calkins as attorney-in-fact for Jeffrey D. Trom

02/09/2015

**\*\*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 pursuant to the 2014 Equity Incentive Plan.

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

(3) Granted pursuant to 2009 Unit Incentive Plan.

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- (4) 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.

- (5) 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.

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