RIZAI MATTHEW M
Form 4
January 22, 2018

FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
RIZAI MATTHEW M

(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)
01/18/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
__X__ Officer (give title below)
Chairman & CEO
__X__ 10% Owner
_____ Other (specify below)

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 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	01/18/2018		F(1)		1,342	D	$ 21.75	254,172	D	
Class A Common Stock	01/19/2018		F(1)		827	D	$ 22.1	253,345	D	
Class A Common Stock								575,000	I	By 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)

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 (2)	$ 12.4							02/01/2018(3)	01/31/2027	Class A Common Stock	200,204
Employee Stock Option to Purchase Class A Common Stock (2)	$ 14.74							02/01/2017(3)	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	1,292,058
Class B Common Stock (6)	(6)							(6)	(6)	Class A Common Stock	32,783
	(6)							(6)	(6)		201,630

Class B Common Stock (6)					Class A Common Stock	
Class B Common Stock (6)	(6)		(6)	(6)	Class A Common Stock	885,109
Class B Common Stock (6)	(6)		(6)	(6)	Class A Common Stock	489,113

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIZAI MATTHEW M 2900 UNIVERSITY BOULEVARD AMES, IA 50010	X	X	Chairman & CEO	

Signatures

/s/ Troy M. Calkins as attorney-in-fact for Matthew M. Rizai	01/22/2018
**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) Shares delivered to the issuer for the payment of withholding taxes due upon the vesting of restricted units previously granted.

(2) Granted 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.

(6) 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.
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