Workday, Inc. Form 4 December 18, 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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average burden hours per response... 0.5

**OMB APPROVAL** 

3235-0287

OMB

Number:

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Class A

Stock

Common

12/27/2013

(Print or Type Responses)

	•											
1. Name and Address of Reporting Person * MCNAMARA MICHAEL M				er Name <b>and</b> lay, Inc. [V		Tradi	ng	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 3. Da				of Earliest Ti	ransaction			(Check all applicable)				
(2451)	(1 1150)	(Influence)			ansaction			X Director	10%	Owner		
C/O WORKDAY, INC., 6230 STONERIDGE MALL ROAD			(Month/Day/Year) 12/26/2013					Officer (give title Delow)  Other (specify below)				
	(Street)		4. If An	nendment, Da	ate Origina	1		6. Individual or Joint/Group Filing(Check				
DI ELG.	TO 1 0 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
PLEASAN	TON, CA 94588							Person				
(City)	(State)	(Zip)	Ta	ble I - Non-I	Derivative	Secur	ities Acq	quired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)		sed 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)		
Class A Common Stock	12/26/2013			Р	5	A		511 36,268	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation		

P

Plan dtd 6/30/05

By Flextronics

International

USA, Inc.

Ι

\$82.0779 36,272

							2005 Senior Executive Deferred Compensation Plan dtd 6/30/05 (5)
Class A Common Stock	01/13/2014	P	7	A	\$ 87.8502 36,2	79 I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	01/15/2014	P	11	A	\$ 91.1443 36,2	90 I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	02/27/2014	P	29	A	\$ 114.8899 <sup>36,3</sup>	19 I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	02/28/2014	P	6	A	\$ 112.465 36,3	25 I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	04/03/2014	P	9	A	\$ 87.4525 36,3	34 I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred

								Compensation Plan dtd 6/30/05
Class A Common Stock	04/17/2014	P	14	A	\$ 79.9273	36,348	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	04/21/2014	P	3	A	\$ 79.9104	36,351	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	05/28/2014	P(2)	8	A	\$ 83.1538	36,359	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	06/13/2014	P(2)(1)	13	A	\$ 83.26	36,372	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	06/16/2014	P <u>(1)</u>	10	A	\$ 84.8887	36,382	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05

Class A Common Stock	07/01/2014	P	28	A	\$ 90.6695	36,410	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	11/13/2014	P	5	A	\$ 93.35	36,415	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	11/20/2014	S(2)	16	D	\$ 91.9968	36,399	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	01/29/2015	S	38	D	\$ 78.3498	36,361	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock	08/03/2015	P(3)	4	A	\$ 83.3299	36,365	I	By Flextronics International USA, Inc. 2005 Senior Executive Deferred Compensation Plan dtd 6/30/05
Class A Common Stock						149,754 (4)	D	

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Class A By Mr. Common Ι McNamara's 4,000 child. (5) Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		orNumber	Expiration D		Amount		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	(Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(msu
					4, and 5)						
								А	mount		
						Date Expiration Exercisable Date	Expiration	or Title Numbe	lumber		
								0			
				Code V	(A) (D)			S	hares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

MCNAMARA MICHAEL M C/O WORKDAY, INC. 6230 STONERIDGE MALL ROAD PLEASANTON, CA 94588

X

## **Signatures**

/s/ Melanie Vinson, 12/18/2015 attorney-in-fact

\*\*Signature of Reporting Person

### **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 Reporting Person's sale of 11,416 shares of the Issuer's Class A Common Stock on November 28, 2014, which sale was previously reported on a Form 4 filed by the Reporting Person with the Securities and Exchange Commission (the "SEC") on December 2, 2014, was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 5 shares with the Reporting Person's purchase of

Reporting Owners 5

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shares on June 13, 2014, and with the Reporting Person's purchase of 10 shares on June 16, 2014, which purchases are reported on this Form 4. The Reporting Person has paid to the Issuer \$1,724.81, representing the full amount of the profit realized in connection with these short-swing transactions.

- The Reporting Person's sale of 16 shares of the Issuer's Class A Common Stock on November 20, 2014 was matchable under Section 16(b) of the Securities Exchange Act of 1934, to the extent of 8 shares, with the Reporting Person's purchase of 8 shares on May 28, 2014, and to the extent of 8 shares, with the Reporting Person's purchase of 8 shares on June 13, 2014. The Reporting Person has paid to the Issuer \$140.64, representing the full amount of the profit realized in connection with these short-swing transactions.
- The Reporting Person's sale of 5,556 shares of the Issuer's Class A Common Stock on March 3, 2015, which sale was previously reported on a Form 4 filed by the Reporting Person with the SEC on March 5, 2015, was matchable under Section 16(b) of the Securities Exchange Act of 1934, with the Reporting Person's purchase of 4 shares reported on this line. The Reporting Person has paid to the Issuer \$26.68 representing the full amount of the profit realized in connection with these short-swing transactions.
- Includes grant of 4,632 Restricted Stock Units (RSUs) granted under the Issuer's 2012 Equity Incentive Plan. The grant will entitle the (4) Reporting Person to receive one share of Class A Common Stock for each vested RSU upon settlement, which will take place within 30 days of vesting. The RSUs will vest one-hundred percent (100%) on May 15, 2016.
- The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report will not be deemed an admission of beneficial ownership of the reported securities for the purposes of Section 16 or for any other purposes.

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.