

Behar Jerome M
Form 4
July 19, 2017

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 *
Behar Jerome M

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)
07/17/2017

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

AMES, IA 50010

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|---|--------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 07/17/2017 | | S | | 1,290 | D | \$ 20.25 | 3,945,780 | I | By Behar Living Trust ⁽¹⁾ |
| Class A Common Stock | 07/18/2017 | | S | | 48,710 | D | \$ 20.25 | 3,897,070 | I | By Behar Living Trust ⁽¹⁾ |
| Class A Common Stock | 07/19/2017 | | S | | 75,000 | D | \$ 20.7 ⁽²⁾ | 3,822,070 | I | By Behar Living Trust ⁽¹⁾ |
| Class A Common Stock | | | | | | | | 3,065 | I | By son |

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

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(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Behar Jerome M 2900 UNIVERSITY BOULEVARD AMES, IA 50010 | | X | | |
| Behar Living Trust 2900 UNIVERSITY BOULEVARD AMES, IA 50010 | | X | | |
| Behar Leslie F. 2900 UNIVERSITY BOULEVARD AMES, IA 50010 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Jerome M. Behar as trustee for The Behar Living Trust | 07/19/2017 |
| __Signature of Reporting Person | Date |
| /s/ Jerome M. Behar | 07/19/2017 |
| __Signature of Reporting Person | Date |
| /s/ Leslie Fried Behar | 07/19/2017 |
| __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 are owned directly by The Behar Living Trust (a 10% owner of the issuer), and indirectly by Jerome M. Behar and Leslie F. Behar as settlers of the Behar Living Trust.

- The price reported in Column 4 is a weighted-average price. The prices actually received range from \$20.65 to \$20.80. For all transactions reported in this Form 4 utilizing a weighted-average price, the reporting person undertakes to provide upon request by the
- (2) SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

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.