Tableau Software Inc
Form 4
February 28, 2014

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

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 *
BASKETT FOREST

(Last) (First) (Middle)

1954 GREENSPRING DRIVE, SUITE 600

(Street)

TIMONIUM, MD 21093

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Tableau Software Inc [DATA]

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
_____ Officer (give title below)
__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	02/26/2014		C[(1)]		3,214,192	A	[(2)]	3,214,192	I	See Note 3 [(3)]
Class A Common Stock	02/26/2014		J[(4)]		3,214,192	D	$ 0	0	I	See Note 3 [(3)]
Class A Common Stock	02/26/2014		J[(5)]		986,757	A	$ 0	986,757	I	See Note 6 [(6)]
Class A Common	02/26/2014		J[(7)]		986,757	D	$ 0	0	I	See Note 6 [(6)]

Stock								
Class A Common Stock	02/26/2014	J[8]	60,385	A	$ 0	60,385	I	See Note 9 [9]
Class A Common Stock	02/26/2014	S	60,385	D	$ 96.0111 [10]	0	I	See Note 9 [9]
Class A Common Stock	02/26/2014	J[11]	178,756	A	$ 0	178,756	I	See Note 12 [12]
Class A Common Stock	02/27/2014	S	80,819	D	$ 94.47 [13]	97,937	I	See Note 12 [12]
Class A Common Stock	02/27/2014	S	16,547	D	$ 95.54 [15]	81,390	I	See Note 12 [12]
Class A Common Stock	02/27/2014	S	14,874	D	$ 96.7 [16]	66,516	I	See Note 12 [12]
Class A Common Stock	02/27/2014	S	6,516	D	$ 97.11 [17]	60,000	I	See Note 12 [12]

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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
Class B Common Stock	[2]	02/26/2014		C			3,214,192	[2]	[14]	Class A Common Stock	3,214,19

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BASKETT FOREST 1954 GREENSPRING DRIVE SUITE 600 TIMONIUM, MD 21093	X	X		

Signatures

/s/ Sasha Keough, attorney-in-fact	02/28/2014
**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) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock.

(2) Each share of Class B Common Stock is convertible at any time at the option 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 any transfer, whether or not for value and whether voluntary or involuntary or by operation of law, except for certain transfers described in the Issuer's Amended and Restated Certificate of Incorporation, including, without limitation, certain transfers for tax and estate planning purposes.

(3) The Reporting Person is a manager of NEA 11 GP, LLC, which is the sole general partner of NEA Partners 11, Limited Partnership ("NEA Partners 11"). NEA Partners 11 is the sole general partner of New Enterprise Associates 11, Limited Partnership ("NEA 11"), the direct beneficial owner of the Shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the Shares held by NEA 11 in which the Reporting Person has no pecuniary interest.

(4) NEA 11 made a pro rata distribution for no consideration of an aggregate of 3,214,192 shares of Class A Common Stock of the Issuer to its general partner and its limited partners on February 26, 2014.

(5) NEA Partners 11 received 986,757 shares of Class A Common Stock of the Issuer in the distribution by NEA 11 on February 26, 2014.

(6) The Reporting Person is a manager of NEA 11 GP, LLC, the sole general partner of NEA Partners 11, the direct beneficial owner of the Shares. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, or otherwise of such portion of the shares of Class A Common Stock held by NEA Partners 11 in which the Reporting Person has no pecuniary interest.

(7) NEA Partners 11 made a pro rata distribution for no consideration of an aggregate of 986,757 shares of Class A Common Stock of the Issuer to its limited partners on February 26, 2014.

(8) The Baskett Family Trust u/a dtd 10/12/10 (the "Baskett Trust") received 60,385 shares of common stock of the Issuer in the distribution by NEA Partners 11 on February 26, 2014.

(9) The Reporting Person is the trustee of the Baskett Trust, which is the direct beneficial owner of the shares of Class A Common Stock of the Issuer. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, or otherwise of such portion of the shares of Class A Common Stock of the Issuer held by the Baskett Trust in which the Reporting Person has no pecuniary interest.

(10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $96.00 to $96.55, inclusive. The Reporting Person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (10) to this Form 4.

(11) New Enterprise Associates, LLC ("NEA LLC") received 178,756 shares of Class A Common Stock of the Issuer in the distribution by NEA Partners 11 on February 26, 2014.

(12) The Reporting Person is a member of the Board of Directors of NEA LLC, which is the direct beneficial owner of the shares of Class A Common Stock of the Issuer. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, or otherwise of such portion of the shares of Class A Common Stock of the Issuer held by NEA LLC in which the Reporting Person has no pecuniary interest.

(13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $94 to $94.98, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (13) to this Form 4.

(14) Not applicable.

(15) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $95 to $95.99, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (15) to this Form 4.

(16) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $96 to $96.99, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (16) to this Form 4.

(17) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $97 to $97.50, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (17) to this Form 4.

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.