

WORKIVA INC  
Form 5  
February 10, 2017

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2015  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Behar Jerome M**  
  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**WORKIVA INC [WK]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

**2900 UNIVERSITY BOULEVARD**  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2016**

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

**AMES, IA 50010**  
  
(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4)    |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--------------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |  |  |                                      |
| Class A Common Stock            | 08/22/2016                           | Â  | G                              | 2,150 D \$ 0  | 4,165,775  | I  | By Behar Living Trust <sup>(1)</sup> |
| Class A Common Stock            | 12/12/2016                           | Â  | G                              | 40 D \$ 0   | 4,165,735  | I  | By Behar Living Trust <sup>(1)</sup> |
| Class A Common Stock            | 12/13/2016                           | Â  | G                              | 180 D \$ 0  | 4,165,555  | I  | By Behar Living Trust <sup>(1)</sup> |
|                                 | Â                                    | Â  | Â                              | Â Â Â   | 3,065  | I  | By son                               |

Class A  
Common  
Stock

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

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SEC 2270  
(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. of D S B O E I S F I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares                 |                         |

## Reporting Owners

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

## Signatures

/s/ Jerome M. Behar as trustee for The Behar Living Trust  
 \*\*Signature of Reporting Person  
 Date 02/09/2017

/s/ Leslie Fried Behar  
 \*\*Signature of Reporting Person  
 Date 02/09/2017

/s/ Jerome M. Behar  
 Date 02/09/2017

\_\_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 settlors of the Behar Living Trust.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.