

WORKIVA INC
Form SC 13G/A
February 14, 2019

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

Workiva Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

98139A105
(CUSIP Number)

December 31, 2018
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to *the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 98139A105

- | | | |
|-----|---|-----|
| | Names of Reporting Persons | |
| 1. | William E. Oberndorf | |
| | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| 2. | (a) | (b) |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization | |
| | USA | |
| | Sole Voting Power | |
| 5. | 0 | |
| | Shared Voting Power | |
| 6. | 705,623 (1) | |
| | Sole Dispositive Power | |
| 7. | 0 | |
| | Shared Dispositive Power | |
| 8. | 705,623 (1) | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| | 705,623 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | |
| 11. | Percent of Class Represented By Amount in Row (9) | |
| | 2.1% (2) | |
| 12. | Type of Reporting Person (See Instructions) | |

(IN)

Of these shares, 672,246 shares may be deemed to be beneficially owned by William E. Oberndorf solely in his capacity as the sole controlling person of Oberndorf Investments LLC, 14,800 shares may be deemed to be beneficially owned by William E. Oberndorf solely in his capacity as an authorized signatory for the account of Peter C. Oberndorf, 109 shares may be deemed to be beneficially owned by William E. Oberndorf solely in his capacity as an authorized signatory for the account of Caroline G. Oberndorf, 5,918 shares may be deemed to be beneficially owned by William E. Oberndorf solely in his capacity as an authorized signatory for the account of William Oberndorf and 12,550 shares may be deemed to be beneficially owned by William E. Oberndorf solely in his capacity as an authorized signatory for the account of Betty Jane Weimer.

(1)

(2)Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.

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- | | |
|--|---|
| | Names of Reporting Persons |
| 1. | Oberndorf Investments LLC |
| | Check the Appropriate Box if a Member of a Group (See Instructions) |
| 2. | (a) (b) |
| 3. | SEC Use Only |
| 4. | Citizenship or Place of Organization |
| | Delaware |
| | Sole Voting Power |
| 5. | 672,246 (1) |
| Number of Shares Beneficially Owned by Each Reporting Person With: | Shared Voting Power |
| 6. | 0 |
| | Sole Dispositive Power |
| 7. | 672,246 (1) |
| | Shared Dispositive Power |
| 8. | 0 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person |
| | 672,246 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) |
| 11. | Percent of Class Represented By Amount in Row (9) |
| | 2.0% (2) |
| 12. | Type of Reporting Person (See Instructions) |

(OO) – limited liability
company

(1) Power is exercised through William E. Oberndorf as the sole member of the manager of Oberndorf Investments LLC.

(2) Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.

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- | | | |
|-----|---|-----|
| | Names of Reporting Persons | |
| 1. | Peter C. Oberndorf | |
| | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| 2. | (a) | (b) |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization | |
| | USA | |
| | Sole Voting Power | |
| 5. | 0 | |
| | Shared Voting Power | |
| 6. | 14,800 (1) | |
| | Sole Dispositive Power | |
| 7. | 0 | |
| | Shared Dispositive Power | |
| 8. | 14,800 (1) | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| | 14,800 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | |
| 11. | Percent of Class Represented By Amount in Row (9) | |
| | **0.1% (2) | |
| 12. | Type of Reporting Person (See Instructions) | |

(IN)

(1) William E. Oberndorf is an authorized signatory for the account of Peter C. Oberndorf.

(2) Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.

** Denotes less than.

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- | | |
|--|---|
| | Names of Reporting Persons |
| 1. | Caroline G. Oberndorf |
| | Check the Appropriate Box if a Member of a Group (See Instructions) |
| 2. | (a) (b) |
| 3. | SEC Use Only |
| 4. | Citizenship or Place of Organization |
| | USA |
| | Sole Voting Power |
| 5. | 0 |
| Number of Shares Beneficially Owned by Each Reporting Person With: | Shared Voting Power |
| 6. | 109 (1) |
| | Sole Dispositive Power |
| 7. | 0 |
| | Shared Dispositive Power |
| 8. | 109 (1) |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person |
| | 109 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) |
| 11. | Percent of Class Represented By Amount in Row (9) |
| | **0.1% (2) |
| 12. | Type of Reporting Person (See Instructions) |

(IN)

-
- (1) William E. Oberndorf is an authorized signatory for the account of Caroline G. Oberndorf.
(2) Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.
** Denotes less than.
-

CUSIP No. 98139A105

1. Names of Reporting Persons
 William Oberndorf
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Citizenship or Place of Organization
 USA
5. Sole Voting Power
 0
6. Shared Voting Power
 5,918 (1)
7. Sole Dispositive Power
 0
8. Shared Dispositive Power
 5,918 (1)
9. Aggregate Amount Beneficially Owned by Each Reporting Person
 5,918
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented By Amount in Row (9)
 **0.1% (2)
12. Type of Reporting Person (See Instructions)

(IN)

(1) William E. Oberndorf is an authorized signatory for the account of William Oberndorf.

(2) Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.

** Denotes less than.

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- | | | |
|-----|---|-----|
| | Names of Reporting Persons | |
| 1. | Betty Jane Weimer | |
| | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| 2. | (a) | (b) |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization | |
| | USA | |
| | Sole Voting Power | |
| 5. | 0 | |
| | Shared Voting Power | |
| 6. | 12,550 (1) | |
| | Sole Dispositive Power | |
| 7. | 0 | |
| | Shared Dispositive Power | |
| 8. | 12,550 (1) | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | |
| | 12,550 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | |
| 11. | Percent of Class Represented By Amount in Row (9) | |
| | **0.1% (2) | |
| 12. | Type of Reporting Person (See Instructions) | |

(IN)

(1) William E. Oberndorf is an authorized signatory for the account of Betty Jane Weimer.

(2) Based on 34,126,724 shares of Class A common stock outstanding as of November 5, 2018.

**Denotes less than.

Item 1. (a) Name of Issuer

Workiva Inc.

(b) Address of Issuer's Principal Executive Offices

2900 University Blvd.

Ames, IA 50010

Item 2. (a) Name of Person Filing

William E. Oberndorf ("WEO"), Oberndorf Investments LLC, a Delaware limited liability company ("OBI"), Peter C. Oberndorf ("PCO"), Caroline G. Oberndorf ("CGO"), William Oberndorf ("WO") and Betty Jane Weimer ("BJW"). WEO, OBI, PCO, CGO, WO and BJW are sometimes hereinafter referred to as the "Reporting Persons."

The Reporting Persons are making this single, joint filing because they may be deemed to constitute a "group" within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended (the "Act"), although neither the fact of this filing nor anything contained herein shall be deemed to be an admission by the Reporting Persons that a group exists.

(b), (c) Address of Principal Business Office or, if None, Residence; Citizenship of Reporting Persons

The principal business address of WEO is 615 Front Street, San Francisco, CA 94111. WEO is a citizen of the United States of America.

The principal business address of OBI is 615 Front Street, San Francisco, CA 94111. OBI is a Delaware limited liability company.

PCO's address is 615 Front Street, San Francisco, CA 94111. PCO is a citizen of the United States of America.

CGO's address is 615 Front Street, San Francisco, CA 94111. CGO is a citizen of the United States of America.

WO's address is 615 Front Street, San Francisco, CA 94111. WO is a citizen of the United States of America.

BJW's address is 615 Front Street, San Francisco, CA 94111. BJW is a citizen of the United States of America.

(d) Title of Class of Securities

Class A common stock

(e) CUSIP Number:

98139A105

Item 3. Statement filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c):

Not Applicable.

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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(b) Reporting Persons	(a) Percent of Class	(a) Amount Beneficially Owned	(c) Class A Common Stock			
			(c)(i) Voting Power	(c)(ii) Shared	(c)(iii) Disposition Power	(c)(iv) Shared
William E. Oberndorf	2.1%	705,623	0	705,623	0	705,623
Oberndorf Investments LLC	2.0%	672,246	672,246		672,246	
Peter C. Oberndorf	**0.1%	14,800	0	14,800	0	14,800
Caroline G. Oberndorf	**0.1%	109	0			