Tableau Software Inc Form 4 November 04, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

**OMB APPROVAL** 

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. 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).

(Print or Type Responses)

| 1. Name and Ad<br>Wright Kelly   | •        | orting Person * | 2. Issuer Name <b>and</b> Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer        |  |  |  |
|----------------------------------|----------|-----------------|--|---|--|--|--|
|                                  |          |                 | Tableau Software Inc [DATA]                        | (Check all applicable)                                  |  |  |  |
| (Last)                           | (First)  | (Middle)        | 3. Date of Earliest Transaction                    |   |  |  |  |
|                                  |          |                 | (Month/Day/Year)                                   | Director 10% Owner                                      |  |  |  |
| C/O TABLEAU SOFTWARE,            |          |                 | 10/31/2013   | _X_ Officer (give title Other (speci                    |  |  |  |
| INC., 837 N. 34TH ST., SUITE 200 |          |                 |  | below) below) Executive VP, Sales                       |  |  |  |
| (Street)                         |          |                 | 4. If Amendment, Date Original                     | 6. Individual or Joint/Group Filing(Check               |  |  |  |
|                                  |          |                 | Filed(Month/Day/Year)                              | Applicable Line) _X_ Form filed by One Reporting Person |  |  |  |
| SEATTLE, V                       | WA 98103 |                 |  | Form filed by More than One Reporting Person            |  |  |  |
| (City)                           | (State)  | (Zip)           | Table I - Non-Derivative Securities A              | cauired, Disposed of, or Beneficially Owne              |  |  |  |

| (City)     | (State)             | Tabl               | e I - Non-D           | erivative Se        | curitie   | s Acqu | uired, Disposed o | f, or Beneficial | ly Owned     |
|------------|---------------------|--------------------|-----------------------|---------------------|-----------|--------|-------------------|------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed         | 3.                    | 4. Securitie        | s Acqu    | ired   | 5. Amount of      | 6. Ownership     | 7. Nature of |
| Security   | (Month/Day/Year)    | Execution Date, if | Transactio            | on(A) or Disp       | osed o    | f (D)  | Securities        | Form: Direct     | Indirect     |
| (Instr. 3) |                     | any                | Code                  | (Instr. 3, 4 and 5) |           |        | Beneficially      | (D) or           | Beneficial   |
|            |                     | (Month/Day/Year)   | (Instr. 8)            |                     |           |        | Owned             | Indirect (I)     | Ownership    |
|            |                     |                    |                       |                     |           |        | Following         | (Instr. 4)       | (Instr. 4)   |
|            |                     |                    |                       |                     | (4)       |        | Reported          |                  |              |
|            |                     |                    |                       |                     | (A)       |        | Transaction(s)    |                  |              |
|            |                     |                    | C-1- V                | A 4                 | or<br>(D) | D      | (Instr. 3 and 4)  |                  |              |
| G1 A       |                     |                    | Code V                | Amount              | (D)       | Price  |                   |                  |              |
| Class A    |                     |                    |                       |                     |           |        |                   |                  |              |
| Common     | 10/31/2013          |                    | $C_{\underline{(1)}}$ | 270,000             | Α         | \$0    | 270,000           | D                |              |
| 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)

#### Edgar Filing: Tableau Software Inc - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of orDerivative 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<br>Exercisable                                      | Expiration<br>Date | Title   | Amount or<br>Number of<br>Shares |
| Class B<br>Common<br>Stock                          | <u>(2)</u>  | 10/31/2013                           |   | C                                      | 270,000   | (2)  | (3)                | Class A<br>Common<br>Stock                                    | 270,000                          |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Wright Kelly C/O TABLEAU SOFTWARE, INC. 837 N. 34TH ST., SUITE 200 SEATTLE, WA 98103

Executive VP, Sales

### **Signatures**

/s/ Laura Hammond, Attorney-in-fact

11/04/2013

\*\*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.
- 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) Not applicable

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.

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