| SEC Form 4 |
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Instruction 1(b).

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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|
| Estimated average burden |           |  |  |  |  |  |  |  |
| hours per response       | : 0.5     |  |  |  |  |  |  |  |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| 1. Name and Address of Reporting Person <sup>*</sup><br>Brown Andrew William Fraser |                 |                           |  | 2. Issuer Name and Ticker or Trading Symbol <u>Guidewire Software, Inc.</u> [ GWRE ] |   |  |                              |   |  |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |   |   |   |
|---|-----------------|---------------------------|--|--|---|--|------------------------------|---|--|---|---|---|---|---|
|   |                 |                           |  |  |   | <u>varc,</u>                               | me.                          |   |  | X Dire  | ctor  | 10% C   | Dwner   |   |
| (Last)<br>2850 SO   | (Fir<br>UTH DEL | rst) (M<br>AWARE ST., SUI | iddle)<br>TE 400   | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/19/2020                       |   |  |                              |   |  |   | Offic<br>belo   | er (give title<br>w)  | Other<br>below  | (specify<br>)                                       |
| (Street)<br>SAN MATEO CA 94403  |                 |                           |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                             |   |  |                              |   |  |   | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |   |   |   |
| (City)  | (Sta            | ate) (Zi                  | p)   |  |   |  |                              |   |  |   | 1 013   | 011   |   |   |
|   |                 | Table I                   | - Non-Deriva   | tive Secu  | ritios Ac   |  |                              |   |  | <i>.</i> .  |   |   |   |   |
|   |                 |                           |  |  | inues Ac  | quirec                                     | 1, DI                        | sposed of                                       | , ог в   | enefici   | ally Owr  | ed  |   |   |
| 1. Title of   | Security (Inst  |                           | 2. Transactio<br>Date<br>(Month/Day/                                 | on 2A. D<br>Exect<br>Year) if any  | eemed<br>ution Date,                              | 3.<br>Transa<br>Code (1<br>8)              | ction                        | 4. Securities<br>Disposed Of                    | Acquire  | d (A) or  | 5. Am<br>5) Secur<br>Benef<br>Owne  | ount of<br>ities<br>icially<br>d Following  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
| 1. Title of   | Security (Insi  |                           | 2. Transactio<br>Date  | on 2A. D<br>Exect<br>Year) if any  | eemed<br>Ition Date,                              | 3.<br>Transa<br>Code (l                    | ction                        | 4. Securities                                   | Acquire  | d (A) or  | 5. Am<br>5. Secur<br>Benef<br>Owne<br>Repor<br>Trans  | ount of<br>ities<br>icially<br>d Following  | Form: Direct<br>(D) or Indirect                                   | of Indirect<br>Beneficial                           |
| 1. Title of S   |                 |                           | 2. Transactio<br>Date  | on 2A. D<br>Exect<br>if any<br>(Mont   | eemed<br>Ition Date,                              | 3.<br>Transa<br>Code (l<br>8)              | ction<br>Instr.              | 4. Securities<br>Disposed Of                    | Acquire<br>(D) (Inst                                 | d (A) or<br>r. 3, 4 and                                 | I 5)<br>Secur<br>Benef<br>Owne<br>Repor<br>Trans<br>(Instr.   | ount of<br>ities<br>icially<br>d Following<br>ted<br>action(s)                      | Form: Direct<br>(D) or Indirect                                   | of Indirect<br>Beneficial<br>Ownership              |
|   |                 | tr. 3)                    | 2. Transactio<br>Date<br>(Month/Day/<br>03/19/20<br>le II - Derivati | Year) 2A. D<br>Exect<br>if any<br>(Mont<br>220<br>ve Secur                           | eemed<br>ution Date,<br>h/Day/Year)<br>ities Acqu | 3.<br>Transa<br>Code (1<br>8)<br>Code<br>S | ction<br>Instr.<br>V<br>Disj | 4. Securities<br>Disposed Of<br>Amount<br>2,091 | Acquire<br>(D) (Inst<br>(A) or<br>(D)<br>D<br>or Ber | d (A) or<br>r. 3, 4 and<br>Price<br>\$85.42<br>neficial | 15) 5. Am<br>Benef<br>Owne<br>Repoi<br>Trans<br>(Instr.<br>261<br>Iy Owne   | ount of<br>ities<br>icially<br>d Following<br>ted<br>action(s)<br>3 and 4)<br>2,985 | Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                 | of Indirect<br>Beneficial<br>Ownership              |

| 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<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|---|---|---|-----|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                                    | v | (A)   | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

## By: Winston King Attorney in

Fact For: Andrew William03/20/2020

Fraser Brown

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.