SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287
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1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Ryu Marcus	Guidewire Software, Inc. [GWRE]	X Director 10% Owner

(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2018	X Officer (give title below) Other (specify below)
1001 E. HILLSDALE BLVD., SUITE 800		CEO and President

(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
FOSTER CITY CA 94404		X Form filed by One Reporting Person
(City) (State) (Zip)		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			
Common Stock	08/01/2018		M		20,000	A	$3.92	20,276	D	
Common Stock	08/01/2018		S[(1)]		2,300	D	$86.7663[(2)]	17,976	D	
Common Stock	08/01/2018		S[(1)]		2,700	D	$87.4512[(3)]	15,276	D	
Common Stock	08/01/2018		S[(1)]		2,150	D	$86.7548[(4)]	13,126	D	
Common Stock	08/01/2018		S[(1)]		2,850	D	$87.4547[(3)]	10,276	D	
Common Stock	08/01/2018		S[(1)]		2,250	D	$86.7563[(5)]	8,026	D	
Common Stock	08/01/2018		S[(1)]		2,750	D	$87.4498[(6)]	5,276	D	
Common Stock	08/01/2018		S[(1)]		2,269	D	$86.7788[(5)]	3,007	D	
Common Stock	08/01/2018		S[(1)]		2,731	D	$87.4559[(7)]	276	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	$3.92	08/01/2018		M			20,000	[(8)]	12/21/2019	Common Stock	20,000	$0.0	109,033	D	

Explanation of Responses:

1. Automatic stock option exercise and sale pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on April 10, 2018.

2. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $86.20 to $87.19 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

3. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $87.20 to $87.58 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

4. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $86.20 to $87.05 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

5. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $86.20 to $87.18 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

6. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $87.21 to $87.58 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

7. The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from $87.20 to $87.60 per share. The Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

8. This Stock Option vests over four years of continuous service as follows: 1/48th of the underlying shares vest monthly following the vesting commencement date of December 21, 2009.

By: Winston King Attorney in Fact For: Marcus S. Ryu   08/01/2018

** Signature of Reporting Person   Date

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