FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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| <i>N</i> ashington, | D.C. | 20549 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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

| Name and Address of Reporting Person* Hung Priscilla | | | | | 2. Issuer Name and Ticker or Trading Symbol Guidewire Software, Inc. [GWRE] | | | | | | | | | eck all appli Directo | cable) or | son(s) to Issuer 10% Owner | | | |
|--|--|--|--|-------------------------------|--|--------|---|----------|--|-----------------|--|---|---------------|--|--|-------------------------------|---|--|--|
| (Last) | (Firs | ost) (N | Middle) | | 3. Dat 06/15 | | | st Trans | saction (Mor | nth/C | Day/Year) | | | | X Officer below) | (give title Presider | nt & (| Other (s below) | pecify |
| 970 PARK PL, SUITE 200 | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable ine) | | | | | |
| (Street) SAN MAT | гео са | . 94 | 4403 | | | | | | | | | | | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | | | | | |
| Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is int satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | that is intende | ed to | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| Da | | | | 2. Transa Date (Month/D | h/Day/Year) if a | | 2A. Deemed Execution Date, f any Month/Day/Year) | | Transaction Dispose Code (Instr. 5) | | rities Acquired (A ed Of (D) (Instr. 3, | | | Benefici | es ially Following | Form (D) o | Form: Direct D) or Indirect I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | Code | v | Amount | | A) or D) | Price | Transac (Instr. 3 | tion(s) | ion(s) | | , iii 3 ii . 4) | | | |
| Common Stock | | | | | /2023 | 2023 м | | | | | 342 | 342 A | | \$0 | 54,135 | | | 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) | | n Number | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | | Own Forn Direc or In (I) (Ir | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | OI N Of | umber | | | | | |
| Performance Shares | \$0 | 06/15/2023 | | | M | | | 342 | (1) | 09 | 9/06/2029 | Comm | | 342 | \$0 | 342 | | D | |

Explanation of Responses:

1. On September 6, 2019, the Reporting Person was granted a target of 7,500 shares covered by restricted stock units with performance- and time-based vesting requirements. On September 9, 2020, the Compensation Committee of the Board of Directors determined that 73% of the performance-based conditions were met resulting in a reduction of 2,025 shares earned by the Reporting Person. The time-based vesting is: 1/4th vest on September 15, 2020, and 1/16th of the units vest quarterly thereafter, subject to the Reporting Person's continued service to the Issuer.

Remarks:

By: Winston King, Attorneyin-Fact for Priscilla Hung ** Signature of Reporting Person

06/15/2023

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.