Zendesk, Inc. Form 4/A January 15, 2016

## FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287 January 31,

Expires: 2005
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obligations

may continue.

See Instruction

SECURITIES

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

(Print or Type Responses)

1. Name and Addre Geschke John	ess of Reportir	ng Person *	2. Issuer Name and Ticker or Trading Symbol Zondock Inc. [ZEN]	5. Relationship of Reporting Person(s) to Issuer			
			Zendesk, Inc. [ZEN]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
1019 MARKET	Γ STREET		(Month/Day/Year) 01/11/2016	Director 10% Owner Officer (give title Other (specify below) GC, SVP Admin and Secretary			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
GAN FRANCISCO GA 04103			Filed(Month/Day/Year) 01/12/2016	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SAN FRANCISCO, CA 94103				Person			
(City)	(Stata)	(7in)					

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	01/11/2016		M <u>(1)</u>	5,000	A	\$ 2.3	7,477	D	
Common Stock	01/11/2016		S(1)	5,000	D	\$ 23.5447	2,477	D	

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

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SEC 1474

(9-02)

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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(In

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. Transactio Code (Instr. 8)	Cransaction Derivative Code Securities		of Derivative Expiration Date Securities (Month/Day/Year) Acquired A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.3	01/11/2016		M <u>(1)</u>		5,000	(3)	07/17/2022	Common Stock	5,000

### **Reporting Owners**

Reporting Owner Name / Address		Relationships	

Director 10% Owner Officer Other

Geschke John

1019 MARKET STREET SAN FRANCISCO, CA 94103 GC, SVP Admin and Secretary

#### **Signatures**

/s/ John Geschke 01/15/2016

\*\*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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- This sale price represents the weighted average sale price of the shares sold ranging from \$23.31 to \$23.80 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- The option is immediately exercisable as of the grant date. 1/4th of the shares vested on July 9, 2013 and 1/48th of the shares vest monthly thereafter, subject to the Reporting Person's continuous service to the Issuer on each such date. Unvested shares are subject to acceleration upon the occurrence of certain events. Unvested shares exercised are subject to a right of repurchase in favor of the Company should the Reporting Person cease to provide continuous service.

#### Remarks:

Due to user and/or system error with third-party reporting software, the original Form 4 filed on January 12, 2016 incorrectly of Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 2

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