Tableau Software Inc Form 4 December 07, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * BEERS ANDREW			2. Issuer Name and Ticker or Trading Symbol Tableau Software Inc [DATA]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
837 N. 34TH	STREET,	SUITE 200	(Month/Day/Year) 12/05/2016	Director 10% Owner Officer (give title Other (specify below) Chief Development Officer		
(Street) SEATTLE, WA 89103			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
			Filed(Month/Day/Year)			

SEATTLE, WA 89103

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	omr Dispo (Instr. 3,	osed of , 4 and (A) or	15)	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)
Common Stock							92,041	I	By Trust
Class A Common Stock	12/05/2016		С	3,438 (3)	A	\$ 0	92,829	D	
Class A Common Stock	12/05/2016		S	3,438 (5)	D	\$ 45	89,391	D	
Class A Common	12/05/2016		S	5,600 (5) (6)	D	\$ 45.4525	83,791	D	

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Stock

Stock

Class A

Common 12/05/2016

S $\frac{1,900}{(5)(7)}$

D \$ 81,891

,891 D

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

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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. Transactio Code (Instr. 8)	5. Numb orDerivativ Securitie Acquired Disposed (Instr. 3, 5)	ve es d (A) or d of (D)	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 Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(1)</u>	12/05/2016		M	3,438		<u>(1)</u>	(2)	Class A Common Stock	3,438
Stock Option (Right to Buy)	\$ 9.3	12/05/2016		M		3,438	<u>(4)</u>	12/10/2022	Class B Common Stock	3,438
Class B Common Stock	<u>(1)</u>	12/05/2016		C		3,438	<u>(1)</u>	(2)	Class A Common Stock	3,438

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEERS ANDREW

837 N. 34TH STREET, SUITE 200 SEATTLE, WA 89103 Chief Development Officer

Reporting Owners 2

Signatures

Keenan Conder, Attorney-in-Fact

**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).
- 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.
- (2) Not applicable.
- (3) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock.
- (4) The option vests and becomes exercisable in equal monthly installments over the 48 months following the vesting start date.
- (5) Shares were sold pursuant to a 10b5-1 Plan.
- The shares were sold at prices ranging from \$44.67 to \$45.66. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (7) The shares were sold at prices ranging from \$45.67 to \$45.93. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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