

Workday, Inc.  
Form 4  
March 11, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bozzini James

(Last) (First) (Middle)

C/O WORKDAY, INC., 6230  
STONERIDGE MALL ROAD

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Workday, Inc. [WDAY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/29/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ 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 or Price		
Class A Common Stock	12/29/2014		G		1,175 D \$ 0	I	By Bozzini Revocable Trust dtd 5/10/2004
Class A Common Stock	03/09/2015		M		10,500 A \$ 0.65	D	
Class A Common Stock	03/09/2015		S <sup>(2)</sup>		7,600 D \$ 82.1045	D	
	03/09/2015		S <sup>(2)</sup>		2,900 D	D	

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Class A Common Stock					\$ 82.5305 <u>(4)</u>			
Class A Common Stock	03/10/2015	M	10,500	A	\$ 0.65	117,122 <sup>(1)</sup>	D	
Class A Common Stock	03/10/2015	<u>S(2)</u>	10,500	D	\$ 81.3462 <u>(5)</u>	106,622 <sup>(1)</sup>	D	
Class A Common Stock	03/09/2015	<u>S(2)</u>	2,323	D	\$ 82.1909 <u>(6)</u>	11,420	I	By The Bozzini Irrevocable Trust dtd 4/12/2012
Class A Common Stock	03/09/2015	<u>S(2)</u>	343	D	\$ 82.5888 <u>(7)</u>	11,077	I	By The Bozzini Irrevocable Trust dtd 4/12/2012
Class A Common Stock	03/09/2015	<u>S(2)</u>	2,371	D	\$ 82.2098 <u>(6)</u>	11,373	I	By The Bozzini Irrevocable Trust dtd 4/12/2012
Class A Common Stock	03/09/2015	<u>S(2)</u>	296	D	\$ 82.5683 <u>(7)</u>	11,077	I	By The Bozzini Irrevocable Trust dtd 4/12/2012
Class A Common Stock	03/09/2015	<u>S(2)</u>	2,500	D	\$ 82.2312 <u>(8)</u>	11,244	I	By The Bozzini Irrevocable Trust dtd 4/12/2012
Class A Common Stock	03/09/2015	<u>S(2)</u>	167	D	\$ 82.73 <u>(9)</u>	11,077	I	By The Bozzini Irrevocable Trust dtd 4/12/2012

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)

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 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)	\$ 0.65	03/09/2015		M	10,500	<sup>(10)</sup>	10/26/2019	Class A Common Stock	10,500
Stock Option (right to buy)	\$ 0.65	03/10/2015		M	10,500	<sup>(10)</sup>	10/26/2019	Class A Common Stock	10,500
Stock Option (right to buy)	\$ 0.5					<sup>(11)</sup>	03/15/2019	Class A Common Stock	40,000
Stock Option (right to buy)	\$ 0.65					<sup>(12)</sup>	12/17/2019	Class A Common Stock	200
Stock Option (right to buy)	\$ 1					<sup>(13)</sup>	07/28/2020	Class A Common Stock	52,500
Stock Option (right to buy)	\$ 2.3					<sup>(14)</sup>	02/18/2021	Class A Common Stock	200,000
Stock Option (right to buy)	\$ 7.05					<sup>(15)</sup>	05/04/2022	Class A Common Stock	50,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director      10% Owner      Officer      Other



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(11) This stock option grant became fully vested on January 1, 2014.

(12) The stock option grant became fully vested on December 18, 2009.

The stock option grant is under the Issuer's 2005 Stock Plan and vests as follows: 20% of the total number of shares vested on January 1, 2012 when the Reporting Person completed 12 months of continuous service, and 5% of the total number of shares vested or vests as the

(13) Reporting Person completes each 3-month period of continuous service thereafter. This option grant is exercisable in full or in part at any time, but the unvested portion is subject to the Issuer's right to repurchase the shares at the original exercise price in the event of the Reporting Person's termination for any reason.

The stock option grant is under the Issuer's 2005 Stock Plan and vests as follows: 20% of the total number of shares vested on January 1, 2013 when the Reporting Person completed 12 months of continuous service, and 5% of the total number of shares vested or vests as the

(14) Reporting Person completes each 3-month period of continuous service thereafter. This option grant is exercisable in full or in part at any time, but the unvested portion is subject to the Issuer's right to repurchase the shares at the original exercise price in the event of the Reporting Person's termination for any reason.

The stock option grant is under the Issuer's 2005 Stock Plan and vests as follows: 20% of the total number of shares vested on January 1, 2014 when the Reporting Person completed 12 months of continuous service, and 5% of the total number of shares vested or vests as the

(15) Reporting Person completes each 3-month period of continuous service thereafter. This option grant is exercisable in full or in part at any time, but the unvested portion is subject to the Issuer's right to repurchase the shares at the original exercise price in the event of the Reporting Person's termination for any reason.

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

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