

APPFOLIO INC
Form 3
July 07, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â OBERNDORF WILLIAM E		(Month/Day/Year)	APPFOLIO INC [APPF]	
(Last)	(First)	(Middle)	06/30/2015	
615 FRONT STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SAN FRANCISCO,Â CAÂ 94111			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input type="checkbox"/> Form filed by One Reporting Person
				<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A common stock	506,171 ⁽¹⁾	D	Â
Class A common stock	182,788 ⁽²⁾	I	See Footnote ⁽²⁾
Class A common stock	447,000 ⁽³⁾	I	See Footnote ⁽³⁾
Class A common stock	4,100 ⁽⁴⁾	I	See Footnote ⁽⁴⁾
Class A common stock	45,900 ⁽⁵⁾	I	See Footnote ⁽⁵⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OBERNDORF WILLIAM E 615 FRONT STREET SAN FRANCISCO, CA 94111	^	^ X	^	^
OBERNDORF FOUNDATION 615 FRONT STREET SAN FRANCISCO, CA 94111	^	^ X	^	^
Oberndorf Investments, LLC 615 FRONT STREET SAN FRANCISCO, CA 94111	^	^ X	^	^
Oberndorf Peter Caldwell Scheier 615 FRONT STREET SAN FRANCISCO, CA 94111	^	^ X	^	^
PETER C OBERNDORF TRUST 615 FRONT STREET SAN FRANCISCO, CA 94111	^	^ X	^	^

Signatures

/s/ Gary Scheier as Attorney-in-Fact for William E. Oberndorf	07/07/2015	
__Signature of Reporting Person		Date
/s/ Gary Scheier as Attorney-in-Fact for Bill & Susan Oberndorf Foundation	07/07/2015	
__Signature of Reporting Person		Date
/s/ Gary Scheier as Attorney-in-Fact for Oberndorf Investments LLC	07/07/2015	
__Signature of Reporting Person		Date
/s/ Gary Scheier as Attorney-in-Fact for Peter C. Oberndorf	07/07/2015	
__Signature of Reporting Person		Date
/s/ Gary Scheier as Attorney-in-Fact for Peter Oberndorf Irrevocable Trust, dated 6/30/89	07/07/2015	

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares are held in the self-directed Individual Retirement Account of William E. Oberndorf ("WEO").

These shares are owned directly by the Bill & Susan Oberndorf Foundation, a California corporation ("Oberndorf Foundation"), and may be deemed to be indirectly beneficially owned by WEO as a controlling person of Oberndorf Foundation. WEO disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(2) These shares are owned directly by Oberndorf Investments LLC, a Delaware limited liability company ("OBI"), and may be deemed to be indirectly beneficially owned by WEO as the sole controlling person of OBI. WEO disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(3) These shares are directly owned by WEO's child Peter C. Oberndorf, and may be deemed to be indirectly beneficially owned by WEO. WEO disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(4) These shares are owned directly by the Peter Oberndorf Irrevocable Trust, dated 6/30/89 ("PCO Trust"), and may be deemed to be indirectly beneficially owned by WEO in his capacity as sole trustee for the PCO Trust. WEO disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(5) These shares are owned directly by the Peter Oberndorf Irrevocable Trust, dated 6/30/89 ("PCO Trust"), and may be deemed to be indirectly beneficially owned by WEO in his capacity as sole trustee for the PCO Trust. WEO disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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Remarks:

Exhibit List

Exhibit 24 - Confirming Statement

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.