

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)

|  |  |   |   |   |  |
|--|--|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p><b>Â OBERNDORF WILLIAM E</b></p> <p>(Last) (First) (Middle)</p> <p><b>615 FRONT STREET</b></p> <p>(Street)</p> <p><b>SAN FRANCISCO, Â CA Â 94111</b></p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p><b>06/30/2015</b></p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><b>APPFOLIO INC [APPF]</b></p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>____ Director    <input checked="" type="checkbox"/> 10% Owner<br/>         ____ Officer    ____ Other<br/>         (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>____ Form filed by One Reporting Person<br/> <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|--|---|---|---|--|

### Table I - Non-Derivative Securities Beneficially Owned

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

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

SEC 1473 (7-02)

**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 control number.**

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

## Edgar Filing: APPFOLIO INC - Form 3

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

## Reporting Owners

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

## Signatures

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

(2) 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.

These shares are owned directly by Oberndorf Investments LLC, a Delaware limited liability company ("OBI"), and may be deemed to be

(3) 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.

(4) 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.

These shares are owned directly by the Peter Oberndorf Irrevocable Trust, dated 6/30/89 ("PCO Trust"), and may be deemed to be

(5) 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:

ExhibitÂ List

### ExhibitÂ 24Â -Â ConfirmingÂ 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.