

TABLEAU SOFTWARE INC

Reported by **DRANT RYAN D**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/07/14 for the Period Ending 03/06/14

Address 837 N 34TH ST

SUITE 200

SEATTLE, WA 98103

Telephone 206-633-3400

CIK 0001303652

Symbol DATA

SIC Code 7372 - Prepackaged Software

Fiscal Year 12/31





Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | ı * | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|--|---|-----|-------------------------------|-----------------------------------|--|--------|------------------|-----|-------------------------------|---|---------------|---------------------------|---|--|---|-------------------------|-----------------------|
| DRANT RYAN D | | | Tableau Software Inc [DATA] | | | | | | | | | | | | | | |
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | () | Director X 10% Owner | | | |
| | | | | | | | | | | | | | Office below) | Officer (give title below) Other (specify | | | |
| 1954 GREENSPRING | | | | | 3/6/2014 | | | | | | | | below) | | | | |
| DRIVE, SUITE 600 | | | | | | | | | | | | | | | | | |
| (Street) | | | | | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| TIMONIUM, | MD 21 | 093 | | | | | | | | | | | W E | 11110 | | | |
| (City) (State) (Zip) | | | | | | | | | | | | _ X _ Form file | _ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | | _ | | _ | | | | | | | | | | | |
| | | Tab | ole I - Noi | | | | | | | | | | or Beneficially | | | 6. | I= |
| | | | | Date | | Deemed | 3. Trans Code | | 4. Securities A or Disposed o | | | | | Amount of Securities Beneficially vned Following Reported Transaction(s) | | | 7. Nature of Indirect |
| | | | | | Execution Date, if | | (Instr. 8) | | (Instr. 3, | id 5) | (Instr. 3 and | | | | Form: Direct (D) | Beneficial Ownership | |
| | | | | | | any | | | | (A) | | | (msu: 5 und 1) | | | or Indirect | |
| | | | | | | | Code | v | Amount | or (D) | Pri | ice | | | | (I) (Instr. 4) | |
| Class A Common Sto | ock | | | 3/6/ | 2014 | | S | | 20152 | D | \$94.31 | 68 (1) | | 88472 | | I | See Note 2 (2) |
| Class A Common Stock 3/6 | | | | 3/6/ | 2014 | | s | | 22146 | D | \$95.41 | 59 (3) | 66326 | | | I | See Note 2 (2) |
| Class A Common Stock 3/6 | | | | 3/6/ | 2014 | | s | | 7702 | D | \$96.12 | 67 (4) | | 58624 | | | See Note 2 (2) |
| Class A Common Sto | ock | | | | | | | | | | | | | 30282 | | D | |
| | | | | | | | | | | | | | _ | | | | |
| | 1 | 1 | | | | | | _ | | | | | rants, options | | | | 1 |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | Deemed Execution | 4. Trans. Code (Instr. 8 | 5. Number of Derivative Securities Acquired (A) of Disposed of (E) (Instr. 3, 4 and 5) | |) | | | 7. Title and Amou Securities Underly Derivative Securit (Instr. 3 and 4) | | derlying ecurity 4) | Derivative Security | of derivative Securities Beneficially Owned Following | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. | Beneficial | |
| | | | | Code | V (A | (D) | Date Exerc | isa | ble Expir | atior | | Amoun Shares | t or Number of | | (s) (Instr. 4) | 7) | |

Explanation of Responses:

- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$94 to \$94.80, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (1) to this Form 4.
- (2) The Reporting Person is a member of the Board of Directors of New Enterprise Associates LLC ("NEA LLC") which is the direct beneficial owner of the shares of Class A Common Stock of the Issuer. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, or otherwise of such portion of the shares of Class A Common Stock of the Issuer held by NEA LLC in which the Reporting Person has no pecuniary interest.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$95 to \$95.99, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (3) to this Form 4.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$96 to \$96.56, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (4) to this Form 4.

Reporting Owners

| Panarting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|--------------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| DRANT RYAN D | | | | | | | | |
| 1954 GREENSPRING DRIVE | | \mathbf{v} | | | | | | |
| SUITE 600 | | A | | | | | | |
| TIMONIUM, MD 21093 | | | | | | | | |

Signatures

/s/ Sasha Keough, attorney-in-fact 3/7/2014

** Signature of Reporting Person

Date

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

- * 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).

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

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.