

Svane Mikkel
Form 4
February 16, 2018

FORM 4

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

OMB APPROVAL

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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 *
Svane Mikkel

(Last) (First) (Middle)
1019 MARKET STREET
(Street)

SAN FRANCISCO, CA 94103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Zendesk, Inc. [ZEN]

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	02/15/2018		M		852 A <u>1</u>		1,615,821 D
Common Stock	02/15/2018		F		295 <u>(2)</u> D \$ 42.6		1,615,526 D
Common Stock	02/15/2018		M		521 A <u>1</u>		1,616,047 D
Common Stock	02/15/2018		F		181 <u>(2)</u> D \$ 42.6		1,615,866 D
Common Stock	02/15/2018		M		525 A <u>1</u>		1,616,391 D

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Common Stock	02/15/2018	F	182 ⁽²⁾	D	\$ 42.6	1,616,209	D
Common Stock	02/15/2018	M	674	A	Ⓛ	1,616,883	D
Common Stock	02/15/2018	F	234 ⁽²⁾	D	\$ 42.6	1,616,649	D
Common Stock	02/15/2018	M	83	A	Ⓛ	1,616,732	D
Common Stock	02/15/2018	F	29 ⁽²⁾	D	\$ 42.6	1,616,703	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. 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)	8. F. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	Ⓛ	02/15/2018		M	852	⁽³⁾	02/05/2022	Common Stock	852
Restricted Stock Unit	Ⓛ	02/15/2018		M	521	⁽⁴⁾	05/06/2023	Common Stock	521
Restricted Stock Unit	Ⓛ	02/15/2018		M	525	⁽⁵⁾	05/09/2024	Common Stock	525
Restricted Stock Unit	Ⓛ	02/15/2018		M	674	⁽⁶⁾	02/08/2025	Common Stock	674
Restricted Stock Unit	Ⓛ	02/15/2018		M	83	⁽⁷⁾	02/08/2025	Common Stock	83

