

# **GUIDEWIRE SOFTWARE, INC.**

Reported by  
**POLELLE MICHAEL**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 09/20/19 for the Period Ending 09/19/19

|             |  |
|-------------|--|
| Address     | 970 PARK PL, SUITE 200<br>SAN MATEO, CA, 94403 |
| Telephone   | 650-357-9100                                   |
| CIK         | 0001528396                                     |
| Symbol      | GWRE   |
| SIC Code    | 7372 - Services-Prepackaged Software           |
| Industry    | Software                                       |
| Sector      | Technology                                     |
| Fiscal Year | 07/31  |

# FORM 4

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

OMB APPROVAL  
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[ ] 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 or  
Section 30(h) of the Investment Company Act of 1940

|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol       | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)   |
| <b>Polelle Michael</b>                    | <b>Guidewire Software, Inc. [ GWRE ]</b>          | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Chief Delivery Officer</b> |
| (Last) (First) (Middle)                   | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  |
| <b>2850 SOUTH DELAWARE ST., SUITE 400</b> | <b>9/19/2019</b>                                  |  |
| (Street)                                  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line)  |
| <b>SAN MATEO, CA 94403</b>                |   | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City) (State) (Zip)                      |   |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |               |                | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|----------------|---|---|---|
|                                    |                |   | Code                         | V | Amount  | (A) or<br>(D) | Price          |   |   |   |
| Common Stock                       | 9/19/2019      |   | S(1)                         |   | 3005  | D             | \$108.1231 (2) | 4184  | D   |   |
| Common Stock                       | 9/19/2019      |   | S(1)                         |   | 555   | D             | \$108.8352 (3) | 3629  | D   |   |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
|  |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |

#### Explanation of Responses:

- (1) Automatic sale pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on October 10, 2018.
- (2) The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from \$107.66 to \$108.61 per share. The reporting person will provide, upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) The sale price reported in column 4 of Table 1 represents the average sale price of the shares sold ranging from \$108.67 to \$108.96 per share. The reporting person will provide, upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

#### Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| <b>Polelle Michael</b><br><b>2850 SOUTH DELAWARE ST., SUITE 400</b><br><b>SAN MATEO, CA 94403</b> |               |           | <b>Chief Delivery Officer</b> |       |

#### Signatures

By: **Winston King Attorney in Fact For: Michael J. Polelle**

**9/20/2019**

\*\*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.

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