Edgar Filing: Q2 Holdings, Inc. - Form 4

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Q2 Holdings	s, Inc.									
Form 4										
June 02, 201	6									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287		
Check th									January 31,	
if no lon subject to	GES IN BENEFICIAL OW				NERSHIP OF	Expires: Estimated a	2005			
Section 16.				ITIES				burden hou		
Form 4 c									0.5	
Form 5 obligatio	Filed pursuant to					-				
may con	tinue. Section 17(a) of the		•	•	- ·			n		
See Instr	uction 30(I	n) of the In	vestment	Company	y Act	of 194	10			
1(b).										
(Print or Type	Responses)									
1 Name and /	Address of Reporting Person *	. .		TD: 1	.		5 Palationship of	Paparting Dar	son(s) to	
Harris Jenn	er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
		Symbol O2 Hol	^{mbol} 2 Holdings, Inc. [QTWO]							
		-					(Check all applicable)			
(Last)	(First) (Middle)		f Earliest Tra	ansaction			Director	100	Owner	
13785 RES	EARCH BLVD., SUITE	06/02/2	Day/Year) 2016				Director 10% Owner Officer (give title Other (specify			
150	010				below) below) Chief Financial Officer					
	(Street)		ndment, Date Original				6. Individual or Joint/Group Filing(Check			
	nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
AUSTIN, TX 78750							Form filed by More than One Reporting			
A05111, 1	A 10150						Person			
(City)	(State) (Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Date 2A. De		3.	4. Securit			5. Amount of	6. Ownership		
Security (Month/Day/Year) Execution Date, (Instr. 3) any (Month/Day/Yea			Code (Instr. 3, 4 and 5)				Securities Beneficially	Form: Direct (D) or	ect Indirect Beneficial	
							Owned		Ownership	
	, ,		. ,				Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported Transaction(s)			
					or		(Instr. 3 and 4)			
C			Code V	Amount	(D)	Price	(
Common	06/02/2016		М	10,000	А	\$ 8.35	66,350	D		
Stock						0.33				
Common	06/02/2016		S (1)	10,000	D	\$ 27	56,350	D		
Stock			~	10,000	2	φ _ ,	- 0,000			

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

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.

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 8.35	06/02/2016		М	10,000	01/24/2015(2)	01/24/2021	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Harris Jennifer Noel 13785 RESEARCH BLVD. SUITE 150 AUSTIN, TX 78750			Chief Financial Officer				
Signatures							
/s/ M. Scott Kerr, as attorney-in-fact		06/02/2016	j				

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Shares sold pursuant to Reporting Person's 10b5-1 Trading Plan.
- (2) This option grant vested as to 1/4 of the total option grant on January 24, 2015, and thereafter as to 1/48 of the total option grant monthly. The option grant becomes exercisable as it vests.

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.