

Hortonworks, Inc.  
Form 4  
August 21, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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, 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 \*  
Pavlik Greg

(Last) (First) (Middle)

C/O HORTONWORKS, INC., 5470  
GREAT AMERICA PARKWAY

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Hortonworks, Inc. [HDP]

3. Date of Earliest Transaction (Month/Day/Year)  
08/19/2015

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)  
VP, Engineering

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/19/2015		M <sup>(1)</sup>	1,022 A	\$ 4.76 406,024	I	Gregory Pavlik and Ruth Ann Pavlik, as trustees of the Pavlik Trust dated March 15, 2013
Common Stock	08/19/2015		S	1,022 D	\$ 25.76 405,002	I	Gregory Pavlik and

(1) (2)

Ruth Ann Pavlik, as trustees of the Pavlik Trust dated March 15, 2013  
 Gregory Pavlik and Ruth Ann Pavlik, as trustees of the Pavlik Trust dated March 15, 2013

Common Stock      08/19/2015      S      16,844      D      \$ 26.15      389,180      I  
(1) (3)

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

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(9-02)

**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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.76	08/19/2015		M <sup>(1)</sup>	1,022	<sup>(4)</sup> 08/20/2023	Common Stock	1,022

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director    10% Owner    Officer    Other

Pavlik Greg  
C/O HORTONWORKS, INC.  
5470 GREAT AMERICA PARKWAY  
SANTA CLARA, CA 95054

VP,  
Engineering

## Signatures

/s/ David Howard as Attorney-in-fact for Gregory  
Pavlik

08/21/2015

\_\_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) This transaction was executed pursuant to a 10b5-1 trading plan executed on March 11, 2015.
- (2) This transaction was executed in a single open market trade at a price of \$25.76 per share.  
Represents the weighted average sale price for the entire number of shares sold. The sale prices range from \$25.65 to \$26.46 per share.
- (3) The reporting person undertakes to provide to the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares purchased by the reporting person at each separate price within the range.
- (4) 1/4th of the shares subject to the option vested on August 19, 2014 and 1/48 of the shares subject to the option shall vest monthly thereafter, subject to the Reporting Person's continuous service to the issuer on each such date. 100% of the then unvested shares are subject to acceleration upon the occurrence of certain events.

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.