

BHUSRI ANEEL
Form 4
May 30, 2013

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, 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 *
Greylock XI GP Limited Partnership

2. Issuer Name and Ticker or Trading Symbol
Workday, Inc. [WDAY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2550 SAND HILL ROAD,

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/28/2013

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

MENLO PARK, CA 94025

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 (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)		
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	05/28/2013		J ⁽¹⁾⁽²⁾		3,325,242	D	\$ 0 0	I	See Footnote (1) (2)
Class A Common Stock	05/28/2013		J ⁽³⁾		92,639	D	\$ 0 0	I	See Footnote (3)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Greylock XI GP Limited Partnership 2550 SAND HILL ROAD MENLO PARK, CA 94025		X		
BHUSRI ANEEL C/O GREYLOCK XI GP LIMITED PARTNERSHIP 2550 SAND HILL ROAD MENLO PARK, CA 94025		X		
GREYLOCK XI LIMITED PARTNERSHIP 2550 SAND HILL ROAD MENLO PARK, CA 94025		X		

Signatures

/s/ Donald A. Sullivan, as Administrative Partner of Greylock XI GP Limited Partnership	05/28/2013
**Signature of Reporting Person	Date
/s/ Donald A. Sullivan, as Administrative Partner of Greylock XI GP Limited Partnership, the general partner of Greylock XI Limited Partnership and Greylock XI-A Limited Partnership	05/28/2013
**Signature of Reporting Person	Date
/s/ James Shaughnessy, as Attorney-in-Fact for Aneel Bhusri	05/28/2013
**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) On May 28, 2013 Greyllock XI Limited Partnership ("Greyllock XI LP"), a venture capital partnership, distributed in-kind, without consideration, 3,325,242 shares of Class A Common Stock of the Issuer to its general and limited partners. Greyllock XI GP Limited Partnership ("Greyllock XI GP") is the sole general partner of Greyllock XI LP. Aneel Bhusri, the Issuer's Co-Chief Executive Officer and Chairman, is a Managing Partner of Greyllock XI GP.

(2) (Continued from footnote 1) As a result, Greyllock XI GP and Mr. Bhusri and may be deemed to share voting and dispositive power with respect to the shares held directly by Greyllock XI LP. Greyllock XI GP, as well as Greyllock XI-A Limited Partnership ("Greyllock XI-A LP") and Mr. Bhusri, disclaim beneficial ownership of the securities held by Greyllock XI LP except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission by Greyllock XI GP, Greyllock XI-A LP or Mr. Bhusri of beneficial ownership of these securities for purposes of Section 16 or for any other purposes.

(3) On May 28, 2013 Greyllock XI-A LP, a venture capital partnership, distributed in-kind, without consideration, 92,639 shares of Class A Common Stock of the Issuer to its general and limited partners. Greyllock XI GP is the sole general partner of Greyllock XI-A LP. Aneel Bhusri, the Issuer's Co-Chief Executive Officer and Chairman, is a Managing Partner of Greyllock XI GP. As a result, Greyllock XI GP and Mr. Bhusri and may be deemed to share voting and dispositive power with respect to the shares held directly by Greyllock XI-A LP. Greyllock XI GP, as well as Greyllock XI LP and Mr. Bhusri, disclaim beneficial ownership of the securities held by Greyllock XI-A LP except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission by Greyllock XI GP, Greyllock XI LP or Mr. Bhusri of beneficial ownership of these securities for purposes of Section 16 or for any other purposes.

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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