| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | |
| hours per response | . 0.5 | | | | | | | | |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | or Section 30(n) of the investment Company Act of 1940 | | | |
|--|---------------------|----------------|--|------------------------|--|---------------------------------|
| 1. Name and Address of Reporting Person [*] KERR JANET | | | 2. Issuer Name and Ticker or Trading Symbol <u>APPFOLIO INC</u> [APPF] | | ationship of Reporting P (all applicable) Director | erson(s) to Issuer 10% Owner |
| (Last) 50 CASTILIA | (First) AN DRIVE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/03/2021 | | Officer (give title below) | Other (specify below) |
| (Street) SANTA BARBARA (City) | CA (State) | 93117 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | vidual or Joint/Group Fil Form filed by One Re Form filed by More th Person | eporting 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) | Transaction Dis Code (Instr. 5) | | | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Ownership |
|---|---------------------------------|--|---|------------------------------------|---|--------|---------------|----------|------------------------------------|---|----------------------------|
| | | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| ſ | Class A Common Stock | 02/03/2021 | | s | | 350(1) | D | \$157.72 | 17,059 | Ι | By Trust ⁽²⁾ |

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. Transa Code (8) | | of Deriv Secu Acqu (A) o Dispe of (D | posed D) tr. 3, 4 | | Expiration Date (Month/Day/Year) | | | Expiration Date Amoun | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: 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. These shares were sold pursuant to a Rule 10b5-1 Plan adopted by Ms. Kerr on or around May 11, 2020.

2. The shares of Class A Common Stock reported on the table above are held by the Janet Kerr Family Trust dated 7/19/2014, of which Ms. Kerr is the Trustee.

Remarks:

/s/ Ida Kane as Attorney-in-Fact for Janet Kerr

** Signature of Reporting Person Date

02/05/2021

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.

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 Number.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).