## SEC Form 4

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# FORM 4

NITED STATES SECURITIE	S AND EXCHANGE	COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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	Instruction 1(b).

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* Goon Fay Sien			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>APPFOLIO INC</u> [ APPF ]		ationship of Reporting P k all applicable) Director	10% Owner
(Last) 70 CASTILIA	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/23/2024	X	Officer (give title below) Chief Financial	Other (specify below) Il Officer
(Street) SANTA BARBARA	СА	93117	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fil Form filed by One Re Form filed by More th Person	eporting Person
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication			lan that is intended to

#### 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)	Code (	Transaction Disposed Code (Instr.			(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Class A Common Stock	01/23/2024		Α		18,217(1)	Α	<b>\$</b> 0	88,417	D	
Class A Common Stock	01/23/2024		F		8,456 <sup>(2)</sup>	D	\$180.55	79,961	D	
Class A Common Stock	01/23/2024		A		2,296(3)	Α	<b>\$</b> 0	82,257	D	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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	r osed ) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		d 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: 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. Represents a grant of performance-based restricted stock units originally granted on October 18, 2021, which vested in part on January 23, 2024 in connection with the satisfaction of certain performance criteria.

2. Consists of Class A Common Stock withheld by the Issuer to satisfy the minimum tax withholding obligations of the Reporting Person arising in connection with the vesting on January 23, 2024 of the performance-based restricted stock units (RSUs) previously granted to the Reporting Person on October 18, 2021 pursuant to the Issuer's 2015 Stock Incentive Plan.

3. Represents a grant of time-based restricted stock units (RSUs) granted pursuant to the Issuer's 2015 Stock Incentive Plan. The RSUs shall vest over four years with 1/16th of the restricted stock units vesting quarterly beginning May 10, 2024.

#### Remarks:

/s/ Matthew Mazza, as

Attorney-in-Fact, for Fay Sien 01/25/2024 Goon

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.