# SEC Form 4

## FORM 4

longer subject to

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							

0.5

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

					or Sec	tion 3	80(h) of thè Í	nvestment C	ompany Act o	of 1940						
1. Name and Address of Reporting Person* <u>IGSB Internal Venture Fund III, LLC</u>				2. Issuer Name and Ticker or Trading Symbol <u>APPFOLIO INC</u> [ APPF ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
			— L									(give title		Other (s	·	
(Last) (First) (Middle) C/O IGSB, INC.					3. Date of Earliest Transaction (Month/Day/Year) 12/01/2021						below)			below)		
1485 E VALLEY ROAD, SUITE H				4. If Amendment, Date of Original Filed (Month/Day/Year)					6 100	6. Individual or Joint/Group Filing (Check Applicable						
(Street) SANTA BARBA	RA C	Â	93108			enum	ient, Date of		u (monunday	(real)	Line)	C Form file	ed by One	e Repor	ting Person One Reporti	
(City)	(5	State)	(Zip)	_												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Transz Date (Month/D			e	action 2A. Deemed 3. Execution Date, if any (Month/Day/Year) 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)					4 and 5) Securities Beneficially Owned Follow		Form:	Direct Indirect Estr. 4)	7. Nature of Indirect Beneficial Ownership			
				Code V Amount (A)			(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)			Instr. 4)			
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)		Fransaction Code (Instr.		umber of vative urities uired (A) or oosed of Instr. 3, 4 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and of Securiti Underlying Derivative (Instr. 3 ar	es 9 Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Co		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	]	Transac (Instr. 4)				

#### Explanation of Responses:

\$0.00

12/01/2021

1. On December 1, 2021, four investment funds of IGSB Internal Venture Fund III, LLC ("IVF III") were dissolved, resulting in the termination of each of those investment funds and the distribution of an aggregate of 993,627 shares of AppFolio Class B Common Stock ("Class B Shares") held by those investment funds, pro-rata to the investors in those investment funds. No consideration was paid by any of those investors for the Class B Shares distributed to them.

(2)(3)

993,627<sup>(1)</sup>

2. Each Class B Share is convertible, at any time at the option of the holder, into one share of Appfolio Class A Common Stock ("Class A Shares"). In addition, Class B Shares that are sold or otherwise transferred will convert automatically, on a one share-for-one share basis, into Class A Shares, except for (i) any transfer by a partnership or limited liability company that was a registered holder of Class B Shares prior to June 30, 2015 that is made to anyone who was a partner or member of any such partnership or limited liability company prior to June 30, 2015, and (ii) any transfer to a "qualified recipient" (as defined in AppFolio's Amended and Restated Certificate of Incorporation).

3. (Continued from Footnote 2) AppFolio's Class B Shares do not have an expiration date. However, all of the outstanding Class B Shares will convert automatically into Class A Shares, on a one share-for-one share basis, on the date when the number of the Company's outstanding Class B Shares represents less than 10% of the sum of AppFolio's outstanding Class A and Class B Shares.

### Remarks:

Class B

Commor

Stock

IGSB Internal Venture Fund III, LLC, By: Investment Group of Santa Barbara, LLC, By: Timothy K. Bliss, Member & 12/03/2021 Vice President, By: /s/ Kimberly Shea, Attorney-in-Fact for Timothy K. Bliss \*\* Signature of Reporting Person Date

Class A

Commo

Stock

993,627

\$0.00

0

D

(2)(3)

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).

J<sup>(1)</sup>

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.