SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Date			2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) Code (Instr. 8) 0 Code V Amount (A) or Prival				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Table I - No	on-Derivative	Securities Acq	uired	, Dis	posed of, o	or Ben	eficiall	y Owned			
(City)	(State)	(Zip)								Form filed by Mo Person	re than One Rep	orting	
(Street) IRVINE	CA	92617	4. 11	Amendment, Date of	Ongina	I Filed	(Month/Day) Y	ear)	Line	Form filed by On	e Reporting Pers	son	
(Last) 5260 CALIF	(First) DRNIA AVENU		10/2021	Origing		(Manath /Day ///		SVP, Human Resources					
		3. D	ate of Earliest Transa	ction (N	1onth/I	Day/Year)	2	Director Officer (give title below)		(specify			
1. Name and Ad Durham K	dress of Reporting F		suer Name and Ticke YWORKS SC					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					

		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	11/10/2021	Α		2,245(1)	Α	\$0.00	18,328	D	
Common Stock	11/10/2021	F		1,114 ⁽²⁾	D	\$160.31	17,214	D	
Common Stock	11/11/2021	Α		3,964 ⁽³⁾	Α	\$0.00	21,178	D	
Common Stock	11/11/2021	F		1,966 ⁽²⁾	D	\$161.99	19,212	D	
Common Stock	11/11/2021	М		1,321	Α	(4)	20,533	D	
Common Stock	11/11/2021	F		655 ⁽²⁾	D	\$161.99	19,878	D	

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)		5. Number of Derivative Securities Acquired (A) of (D) (Instr. 3, 4 and 5) 6. Date Exercisable : Expiration Date (Month/Day/Year) 6. Date Exercisable : Month/Day/Year)		ate Amount of			8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Restricted Stock Units	(5)	11/10/2021		A		5,451		(6)	(6)	Common Stock	5,451	\$0.00	5,451	D	
Restricted Stock Units	(4)	11/11/2021		М			1,321	(7)	(7)	Common Stock	1,321	\$0.00	3,961	D	

Explanation of Responses:

1. Unrestricted stock award under the Issuer's Amended and Restated 2015 Long-Term Incentive Plan made as partial payment for an amount due to the Reporting Person under the Issuer's Fiscal 2021 Executive Incentive Plan.

2. Represents shares withheld to satisfy tax withholding obligations related to the issuance of unrestricted stock to the Reporting Person.

3. Represents 3,964 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/11/2020. Such performance share award contained both a continued employment condition and a performance condition related to the achievement by the Issuer of certain pre-established performance metrics for fiscal year 2021.

4. Restricted stock units convert into shares of common stock on a one-for-one basis.

5. Each restricted stock unit represents the contingent right to receive one (1) share of common stock upon vesting of the unit.

6. The restricted stock units vest in four (4) equal installments, beginning on 11/10/2022 and ending on 11/10/2025.

7. The restricted stock units vest in four (4) equal installments, beginning on 11/11/2021 and ending on 11/11/2024.

Remarks:

Daniel L. Ricks, as Attorney-In-Fact for Karilee A. Durham <u>11/12/2021</u>

** Signature of Reporting Person

Date

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.