

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

1. Name and Address of Reporting Person* <u>Gupta Sachin</u> (Last) (First) (Middle) 11100 NE 8TH STREET, SUITE 600 (Street) BELLEVUE WA 98004 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Apptio Inc [APTI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2018	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/10/2018		C		4,039,852	A	\$0.00	4,093,029 ⁽¹⁾	D	
Class A Common Stock	05/10/2018		C		462,588	A	\$0.00	462,588	I	See footnote ⁽²⁾
Class A Common Stock	05/10/2018		S ⁽³⁾		6,700	D	\$31.6823 ⁽⁴⁾	4,086,329 ⁽⁵⁾	D	
Class A Common Stock	05/10/2018		S ⁽³⁾		4,900	D	\$32.5858 ⁽⁶⁾	4,081,429 ⁽⁷⁾	D	
Class A Common Stock	05/11/2018		S ⁽³⁾		11,600	D	\$30.3383 ⁽⁸⁾	4,069,829 ⁽⁹⁾	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. 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 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				
Class B Common Stock	\$0.00 ⁽¹⁰⁾	05/10/2018		C		4,039,852		(10)	(10)	Class A Common Stock	4,039,852	\$0.00	0	D	
Class B Common Stock	\$0.00 ⁽¹⁰⁾	05/10/2018		C		462,588		(10)	(10)	Class A Common Stock	462,588	\$0.00	0	I	See footnote ⁽²⁾
Stock Option (right to buy)	\$2.39	05/10/2018		J ⁽¹¹⁾		450,000		(12)	12/19/2021	Class B Common Stock	450,000	\$0.00	0	D	
Stock Option (right to buy)	\$2.39	05/10/2018		J ⁽¹¹⁾		450,000		(12)	12/19/2021	Class A Common Stock	450,000	\$0.00	450,000	D	
Stock Option (right to buy)	\$11.46	05/10/2018		J ⁽¹¹⁾		182,000		(13)	06/17/2024	Class B Common Stock	182,000	\$0.00	0	D	
Stock Option (right to buy)	\$11.46	05/10/2018		J ⁽¹¹⁾		182,000		(13)	06/17/2024	Class A Common Stock	182,000	\$0.00	182,000	D	
Stock Option (right to buy)	\$14.31	05/10/2018		J ⁽¹¹⁾		400,000		(14)	11/05/2025	Class B Common Stock	400,000	\$0.00	0	D	
Stock Option (right to buy)	\$14.31	05/10/2018		J ⁽¹¹⁾		400,000		(14)	11/05/2025	Class A Common Stock	400,000	\$0.00	400,000	D	

Explanation of Responses:

- Includes 52,800 RSUs that represent contingent rights to receive 52,800 shares of the Issuer's Class A Common Stock upon settlement and 4,040,229 shares of Class A Common Stock.
- These shares are held of record by PG GRAT of 2016.

3. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 22, 2018.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.40 to \$32.38. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (4), (6) and (8) to this Form 4.
5. Includes 52,800 RSUs that represent contingent rights to receive 52,800 shares of the Issuer's Class A Common Stock upon settlement and 4,033,529 shares of Class A Common Stock.
6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.41 to \$32.81.
7. Includes 52,800 RSUs that represent contingent rights to receive 52,800 shares of the Issuer's Class A Common Stock upon settlement and 4,028,629 shares of Class A Common Stock.
8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.01 to \$30.58.
9. Includes 52,800 RSUs that represent contingent rights to receive 52,800 shares of the Issuer's Class A Common Stock upon settlement and 4,017,029 shares of Class A Common Stock.
10. The Company's Class B Common Stock automatically converted to Class A Common Stock on May 10, 2018, which is the date the Class B Common Stock ceased to represent at least 25% of the Issuer's outstanding common stock, as established in the Issuer's Amended and Restated Certificate of Incorporation.
11. In connection with the conversion described in footnote (10), outstanding options to purchase Class B Common Stock issued under the Issuer's 2011 Executive Equity Incentive Plan and 2007 Stock Plan remain unchanged, except that they now represent a right to buy shares of the Issuer's Class A Common Stock.
12. The option became fully vested and exercisable on October 11, 2015.
13. The option became fully vested and exercisable on April 1, 2018.
14. 1/8th of the shares subject to the option became vested and exercisable on May 1, 2017 and 1/96th of the shares subject to the option shall vest monthly thereafter for the next 36 months. 1/8th of the shares subject to the option became vested and exercisable on September 29, 2017 and 1/96th of the shares subject to the option vest monthly thereafter for the next 36 months.

Remarks:

President and Chief Executive Officer

/s/ John Morrow, attorney-in- 05/14/2018
fact

** 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.