

Hortonworks, Inc.  
Form 8-K  
February 16, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 11, 2016**

**Hortonworks, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**001-36780**  
**(Commission**

**37-1634325**  
**(IRS Employer**

**of incorporation)**

**File Number)**

**Identification No.)**

**5470 Great America Parkway, Santa Clara, California 95054**

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**(Address of principal executive offices) (Zip Code)**

**(408) 916-4121**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 11, 2016, Robert Bearden, Chief Executive Officer of Hortonworks, Inc. (the Company), voluntarily cancelled a stock option to purchase 1,185,000 shares dated September 12, 2014 (the Option). Mr. Bearden informed the Company that he cancelled the Option to facilitate making equity grants of approximately the same number of restricted stock units to the Company's employees without increasing the Company's equity overhang.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HORTONWORKS, INC.**

Dated: February 16, 2016

By: /s/ Scott Davidson  
Scott Davidson  
Chief Financial Officer