Hortonworks, Inc. Form 4 December 28, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person	
Pavlik Greg	

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) (Middle) Hortonworks, Inc. [HDP]

(Check all applicable)

C/O HORTONWORKS, INC., 5470

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X_ Officer (give title _ Other (specify below)

GREAT AMERICA PARKWAY

(Street)

12/23/2015

Chief Products Officer

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

SANTA CLARA, CA 95054

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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. Securion(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	Fransaction(s)	
Common Stock	12/23/2015		M <u>(1)</u>	1,022	A		212,038	D	
Common Stock	12/23/2015		S(1)	1,022	D	\$ 20.39 (2)	211,016	D	
Common Stock	12/23/2015		S <u>(1)</u>	4,764	D	\$ 20.39 (2)	247,623	I	Gregory Pavlik and Ruth Ann Pavlik, as trustees of the Pavlik Trust

dated March 15, 2013

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

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SEC 1474 (9-02)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
					(Instr. and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of
				Code V	(A)	(D)				Shares
Stock Option (Right to Buy)	\$ 4.76	12/23/2015		M(1)		1,022	(3)	08/20/2023	Common Stock	1,022

Reporting Owners

Reporting Owner Name / Address	relationships

Director 10% Owner Officer Other

Pavlik Greg C/O HORTONWORKS, INC. 5470 GREAT AMERICA PARKWAY SANTA CLARA, CA 95054

Chief Products Officer

Relationshins

Signatures

/s/ David Howard as Attorney-in-fact for Gregory
Pavlik 12/28/2015

**Signature of Reporting Person Date

Reporting Owners 2

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Explanation of Responses:

- * 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).
- (1) This transaction was executed pursuant to a 10b5-1 trading plan executed on March 11, 2015.
- (2) This transaction was executed in a single open market trade at a price of \$20.39 per share.
 - 1/4th of the shares subject to the option vested on August 19, 2014 and 1/48th of the shares subject to the option shall vest monthly
- (3) thereafter, subject to the Reporting Person's continuous service to the issuer on each such date. 100% of the then unvested shares are subject to acceleration upon the occurrence of certain events.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.