

Q2 Holdings, Inc.
Form 4
July 06, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Anderson Adam D

(Last) (First) (Middle)
13785 RESEARCH BLVD., SUITE 150
(Street)

AUSTIN, TX 78750

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Q2 Holdings, Inc. [QTWO]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP, Chief Technology Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/01/2016		M		10,000	A	\$ 0.35 39,100
Common Stock	07/01/2016		S ⁽¹⁾		10,000	D	\$ 27.86 29,100
Common Stock	07/05/2016		M		12,500	A	\$ 0.35 41,600
Common Stock	07/05/2016		S ⁽¹⁾		12,500	D	\$ 27.44 29,100
	07/06/2016		M		9,732	A	\$ 0.35 38,832

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Common
Stock

Common Stock 07/06/2016 M 2,768 A \$ 0.54 41,600 D

Common Stock 07/06/2016 S⁽¹⁾ 12,500 D \$
27.25 29,100 D
(4)

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 0.35	07/01/2016		M	10,000	02/15/2009 ⁽⁵⁾ 02/15/2018	Common Stock 10,000
Stock Option (right to buy)	\$ 0.35	07/05/2016		M	12,500	02/15/2009 ⁽⁵⁾ 02/15/2018	Common Stock 12,500
Stock Option (right to buy)	\$ 0.35	07/06/2016		M	9,732	02/15/2009 ⁽⁵⁾ 02/15/2018	Common Stock 9,732
Stock Option (right to buy)	\$ 0.54	07/06/2016		M	2,768	12/12/2009 ⁽⁶⁾ 12/12/2018	Common Stock 2,768

