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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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
Marooney Caryn
C/O ZENDESK, INC., 1019 MARKET STREET
SAN FRANCISCO, CA 94103

2. Issuer Name and Ticker or Trading Symbol
Zendesk, Inc. [ ZEN ]

3. Date of Earliest Transaction (MM/DD/YYYY)
2/15/2020

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer
\[ \_X \] Director
\[ \_X \] 10% Owner

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>2/15/2020</td>
<td></td>
<td>V</td>
<td>139 (I) A (I)</td>
<td>62382</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/18/2020</td>
<td></td>
<td>S(3)</td>
<td>9678 D</td>
<td>$89.8388 (4)</td>
<td>S(3)</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/18/2020</td>
<td></td>
<td>S(3)</td>
<td>1000 D</td>
<td>$90.5257 (5)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
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</thead>
<tbody>
<tr>
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<td></td>
<td></td>
<td>Code V (A) (D)</td>
<td>Date Exercisable</td>
<td>Expiration Date</td>
<td>Title</td>
<td>Amount or Number of Shares</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Pursuant to the Issuer's Amended and Restated Non-Employee Director Compensation Policy, the Reporting Person has elected to receive fully-vested restricted stock units in lieu of the retainer fees payable for services on the Issuer's Board of Directors and any committees thereof. The number of shares of common stock issuable pursuant to the restricted stock units represents the quotient of (i) one-quarter of all applicable annual retainer fees divided by (ii) the average closing price of the Issuer's common stock over the 30 trading days prior to the date of grant.

2. Restricted stock units convert into common stock on a one-for-one basis.

3. This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted on November 1, 2019 by Caryn Marooney.

4. This sale price represents the weighted average sale price of the shares sold ranging from $89.45 to $90.39 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

5. This sale price represents the weighted average sale price of the shares sold ranging from $90.46 to $90.56 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Marooney Caryn</td>
<td>Director 10% Owner Officer Other</td>
</tr>
</tbody>
</table>

Signatures

/s/ Hasani Caraway, as Attorney-in-Fact for Caryn Marooney
2/19/2020
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).


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 control number.