

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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 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 * ICONIQ STRATEGIC PARTNERS II, L.P. (Last) (First) (Middle) C/O ICONIQ STRATEGIC PARTNERS, 394 PACIFIC AVENUE, 2ND FLOOR (Street) SAN FRANCISCO, CA 94111 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Alteryx, Inc. [AYX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) ____ Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) 3/29/2017		6. Individual or Joint/Group Filing (Check Applicable Line) ____ Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY) 3/31/2017		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	3/29/2017		P		378618	A	\$14.00	378618	D (1)(6)	
Class A Common Stock	3/29/2017		P		296382	A	\$14.00	296382	D (2)(6)	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				
Series C Preferred Stock	(3)	3/29/2017		C			621660	(3)	(3)	Class B Common Stock	621660	\$0.00 (3)(5)	0	D (1)(6)	
Series C Preferred Stock	(3)	3/29/2017		C			486634	(3)	(3)	Class B Common Stock	486634	\$0.00 (3)(5)	0	D (2)(6)	
Series C Preferred Stock	(3)	3/29/2017		C			721437	(3)	(3)	Class B Common Stock	721437	\$0.00 (3)(5)	0	D (4)(6)	
Class B Common Stock	(5)	3/29/2017		C			621660	(5)	(5)	Class A Common Stock	621660	\$0.00 (5)	907480	D (1)(6)	
Class B Common Stock	(5)	3/29/2017		C			486634	(5)	(5)	Class A Common Stock	486634	\$0.00 (5)	710373	D (2)(6)	
Class B Common Stock	(5)	3/29/2017		C			721437	(5)	(5)	Class A Common Stock	721437	\$0.00 (5)	1053132	D (4)(6)	

Explanation of Responses:

- ICONIQ Strategic Partners II, L.P. ("ICONIQ II") is the direct owner of these securities.
- ICONIQ Strategic Partners II-B, L.P. ("ICONIQ II-B") is the direct owner of these securities.
- Each share of Series C Preferred Stock automatically converted into one (1) share of Class B Common Stock immediately prior to the consummation of the Issuer's initial public offering on March 29, 2017. The shares of Series C Preferred Stock had no expiration date.
- ICONIQ Strategic Partners II Co-Invest, L.P., AX Series ("ICONIQ II Co-Invest, AX Series") is the direct owner of these securities.
- Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock and will convert automatically into one (1) share of Class A Common Stock upon the transfer, whether or not for value, to any transferee who is not a "Permitted Transferee",

as defined in the Issuer's Certificate of Incorporation. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon the earliest to occur of the following: (a) the date specified by a vote of the holders of 66 2/3% of the outstanding shares of Class B Common Stock, (b) March 23, 2027, and (c) the date the shares of Class B Common Stock cease to represent at least 10% of all outstanding shares of Common Stock. The shares of Class B Common Stock have no expiration date.

- (6) ICONIQ Strategic Partners II GP, L.P. ("ICONIQ GP"), is the general partner of each of ICONIQ II, ICONIQ II-B and ICONIQ II Co-Invest, AX Series. ICONIQ Strategic Partners II TT GP, Ltd. ("ICONIQ Parent GP") is the general partner of ICONIQ GP. Divesh Makan and William Griffith are the sole equity holders and directors of ICONIQ Parent GP. Each of ICONIQ GP, ICONIQ Parent GP, Divesh Makan and William Griffith disclaims beneficial ownership of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its or his pecuniary interest therein, if any. This report shall not be deemed an admission that any of the reporting persons is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

Remarks:

This Form 4 is being filed to amend the Form 4 filed on 3/31/2017 to include all Reporting Persons.

Exhibit 99.1 - Joint Filers' Names and Addresses

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ICONIQ STRATEGIC PARTNERS II, L.P. C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
ICONIQ STRATEGIC PARTNERS II-B, L.P. C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
ICONIQ Strategic Partners II Co-Invest, L.P., AX Series C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
ICONIQ Strategic Partners II GP, L.P. C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
ICONIQ Strategic Partners II TT GP, Ltd C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
Makan Divesh C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		
Griffith William J.G. C/O ICONIQ STRATEGIC PARTNERS 394 PACIFIC AVENUE, 2ND FLOOR SAN FRANCISCO, CA 94111		X		

Signatures

ICONIQ Strategic Partners II, L.P., by ICONIQ Strategic Partners II GP, L.P., its General Partner, by ICONIQ Strategic Partners II TT GP, Ltd., its General Partner, /s/ Kevin Foster

4/5/2017

--Signature of Reporting Person

Date

ICONIQ Strategic Partners II-B, L.P., by ICONIQ Strategic Partners II GP, L.P., its General Partner, by ICONIQ Strategic Partners II TT GP, Ltd., its General Partner, /s/ Kevin Foster

4/5/2017

--Signature of Reporting Person

Date

ICONIQ Strategic Partners II Co-Invest, L.P., AX Series, by ICONIQ Strategic Partners II GP, L.P., its General Partner, by ICONIQ Strategic Partners II TT GP, Ltd., its General Partner, /s/ Kevin Foster

4/5/2017

--Signature of Reporting Person

Date

ICONIQ Strategic Partners II GP, L.P., by ICONIQ Strategic Partners II TT GP, Ltd., its general partner, /s/ Kevin Foster

4/5/2017

--Signature of Reporting Person

Date

ICONIQ Strategic Partners II TT GP, Ltd., by Kevin Foster, its Senior Vice President, /s/ Kevin Foster

4/5/2017

—**Signature of Reporting Person

Date

/s/ **Divesh Makan**

4/5/2017

—**Signature of Reporting Person

Date

/s/ **William Griffith**

4/5/2017

—**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 control number.

JOINT FILERS' NAMES AND ADDRESSES

1. ICONIQ Strategic Partners II, L.P.
2. ICONIQ Strategic Partners II-B, L.P.
3. ICONIQ Strategic Partners II Co-Invest, L.P., AX Series
4. ICONIQ Strategic Partners II GP, L.P.
5. ICONIQ Strategic Partners II TT GP, Ltd.
6. Divesh Makan
7. William Griffith

The business address for each of the above reporting persons is:

c/o ICONIQ Strategic Partners, 394 Pacific Avenue, 2nd Floor
San Francisco, CA 94111