

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Biddle Albert G.W. III</u> (Last) (First) (Middle) 11955 DEMOCRACY DRIVE SUITE 1700 (Street) RESTON VA 20190 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>APPIAN CORP [APPN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 12/14/2018	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	12/12/2018		C ⁽¹⁾		1,091,751 ⁽²⁾	A	(3)(4)	1,091,751	I	See Footnote ⁽⁵⁾
Class A Common Stock	12/12/2018		J ⁽⁶⁾		1,091,751	D	\$0	0	I	See Footnote ⁽⁵⁾
Class A Common Stock	12/12/2018		J ⁽⁶⁾		972	A	\$0	6,139	I	See Footnote ⁽⁷⁾
Class A Common Stock	12/12/2018		C ⁽¹⁾		226,153	A	(3)(4)	226,153	I	See Footnote ⁽⁸⁾
Class A Common Stock	12/12/2018		J ⁽⁹⁾		226,153	D	\$0	0	I	See Footnote ⁽⁸⁾
Class A Common Stock								4,925	D	

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 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: 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				
Class B Common Stock	(3)(4)	12/12/2018		C ⁽¹⁾			1,091,751	(3)(4)	(3)(4)	Class A Common Stock	1,091,751	\$0	286,723	I	See Footnote ⁽⁵⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹⁰⁾			286,723	(3)(4)	(3)(4)	Class A Common Stock	286,723	\$0	0	I	See Footnote ⁽⁵⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹⁰⁾		286,723		(3)(4)	(3)(4)	Class A Common Stock	286,723	\$0	286,723	I	See Footnote ⁽⁸⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹¹⁾		5,734		(3)(4)	(3)(4)	Class A Common Stock	5,734	\$0	39,479	I	See Footnote ⁽¹²⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹¹⁾		5,734		(3)(4)	(3)(4)	Class A Common Stock	5,734	\$0	39,479	I	See Footnote ⁽¹³⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹¹⁾		5,734		(3)(4)	(3)(4)	Class A Common Stock	5,734	\$0	39,479	I	See Footnote ⁽¹⁴⁾
Class B Common Stock	(3)(4)	12/12/2018		J ⁽¹¹⁾		43,367		(3)(4)	(3)(4)	Class A Common Stock	43,367	\$0	298,560	I	See Footnote ⁽⁷⁾
Class B Common Stock	(3)(4)	12/12/2018		C ⁽¹⁾			226,153	(3)(4)	(3)(4)	Class A Common Stock	226,153	\$0	0	I	See Footnote ⁽⁸⁾

Explanation of Responses:

- Pursuant to the terms of the Class B Common Stock, the Reporting Person converted shares of Class B Common Stock into shares of Class A Common Stock.
- On December 14, 2018, the Reporting Person filed a Form 4, which inadvertently excluded the distribution of certain shares of the Issuer's Class B Common Stock (the "Distributed Shares"). This amendment corrects the exclusion of the Distributed Shares. This Form 4 amendment amends and restates the Form 4 filed by the Reporting Person on December 14, 2018 in its entirety.
- Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon (1) any transfer, whether or not for value and whether voluntary or involuntary or by operation of law, except for certain transfers described in the Issuer's certificate of incorporation, including, without limitation, certain transfers for tax and estate planning purposes or (continued to Footnote (4))
- (continued from Footnote (3)) (2) the death or disability, as defined in the Issuer's certificate of incorporation, of the applicable Class B common stockholder (or nine months after the date of death or disability if the

stockholder is one of the Issuer's founders). In addition, on the first trading day following the date on which the outstanding shares of Class B Common Stock represent less than 10% of the aggregate voting power of the Issuer's then outstanding capital stock, all outstanding shares of Class B Common Stock shall convert automatically into Class A Common Stock, and no additional shares of Class B Common Stock will be issued.

5. The reported securities are owned directly by Novak Biddle Venture Partners V, L.P. ("NBVPV"). Novak Biddle Company V, LLC ("NBCV") is the general partner of NBVPV and the Reporting Person and E. Rogers Novak, Jr. (collectively, the "Managing Members") are the managing members of NBCV. Each of NBCV and the Managing Members disclaim beneficial ownership of all the shares owned by NBVPV and this report shall not be deemed an admission that either is the beneficial owner of such shares for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interests therein.

6. Represents a pro rata distribution without additional consideration by NBVPV to its limited partners only, and not to its general partner NBCV.

7. The reported securities are owned directly by Jack Biddle, Inc. ("JBI"). The Reporting Person is the president of JBI.

8. The reported securities are owned directly by NBCV. The Managing Members are the managing members of NBCV. The Managing Members disclaim beneficial ownership of all the shares owned by NBCV and this report shall not be deemed an admission that they are the beneficial owner of such shares for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interests therein.

9. Represents a pro rata distribution without additional consideration by NBCV to its members, excluding members affiliated with the Managing Members.

10. Represents a distribution without additional consideration by NBVPV to NBCV.

11. Represents a pro rata distribution without additional consideration from NBCV to members affiliated with the Managing Members.

12. The reported securities are owned directly by Southgate Partner I ("SPI"), a family trust established for the benefit of the Reporting Person's child. The Reporting Person is the trustee of SPI.

13. The reported securities are owned directly by Southgate Partner II ("SPII"), a family trust established for the benefit of the Reporting Person's child. The Reporting Person is the trustee of SPII.

14. The reported securities are owned directly by Southgate Partners III ("SPIII"), a family trust established for the benefit of the Reporting Person's child. The Reporting Person is the trustee of SPIII.

Remarks:

/s/ Christopher Winters,
Attorney-in-Fact

02/14/2019

** 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.

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