

Tableau Software Inc
Form SC 13G
February 13, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Tableau Software, Inc.
(Name of Issuer)

Class A Common Stock, \$0.0001 par value
(Title of Class of Securities)

87336U105
(CUSIP Number)

December 31, 2016
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP
No 87336U105

1. NAME OF
REPORTING
PERSONS

Cadian
Capital
Management,
LP

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)

(a)

(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

0

6. SHARED
VOTING
POWER

3,908,836

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

3,908,836

AGGREGATE
AMOUNT
BENEFICIALLY

9. OWNED BY
EACH
REPORTING
PERSON

3,908,836

CHECK
BOX IF
THE
AGGREGATE
AMOUNT

10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
REPRESENTED

11. BY
AMOUNT
IN ROW (9)

6.8%

12. TYPE OF
REPORTING
PERSON
(SEE

INSTRUCTIONS)
IA, PN

CUSIP
No 87336U105

1. NAME OF
REPORTING
PERSONS

Cadian
Capital
Management
GP, LLC

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)

(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

0

6. SHARED
VOTING
POWER

3,908,836

SOLE
7. DISPOSITIVE
POWER

0

SHARED
8. DISPOSITIVE
POWER

3,908,836

AGGREGATE
AMOUNT
BENEFICIALLY
9. OWNED BY
EACH
REPORTING
PERSON

3,908,836

CHECK
BOX IF
THE
AGGREGATE
AMOUNT
10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
REPRESENTED
11. BY
AMOUNT
IN ROW (9)

6.8%

12. TYPE OF
REPORTING
PERSON

(SEE
INSTRUCTIONS)
OO, HC

CUSIP
No 87336U105

1. NAME OF
REPORTING
PERSONS

Eric
Bannasch

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)

(a)

(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

United
States of
America

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5. SOLE
VOTING
POWER

0

6. SHARED
VOTING
POWER

3,908,836

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

3,908,836

AGGREGATE
AMOUNT
BENEFICIALLY

9. OWNED BY
EACH
REPORTING
PERSON

3,908,836

CHECK
BOX IF
THE
AGGREGATE
AMOUNT

10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
REPRESENTED

11. BY
AMOUNT
IN ROW (9)

6.8%

12. TYPE OF
REPORTING
PERSON
(SEE

INSTRUCTIONS)
IN, HC

CUSIP No 87336U105

Item 1. (a). Name of Issuer:

Tableau Software, Inc. (the "Issuer")

(b). Address of Issuer's Principal Executive Offices:

837 North 34th Street, Suite 200
Seattle, Washington 98103

Item 2. (a). Name of Person Filing:

Cadian Capital Management, LP
Cadian Capital Management GP, LLC
Eric Bannasch

The filing persons named above are collectively referred to herein as the "Reporting Persons."

(b). Address of Principal Business Office, or if None, Residence:

Cadian Capital Management, LP
535 Madison Avenue
36th Floor
New York, NY 10022

Cadian Capital Management GP, LLC
535 Madison Avenue
36th Floor
New York, NY 10022

Eric Bannasch
535 Madison Avenue
36th Floor
New York, NY 10022

(c). Citizenship:

Cadian Capital Management, LP – Delaware
Cadian Capital Management GP, LLC – Delaware
Eric Bannasch – United States of America

(d). Title of Class of Securities:

Class A Common Stock, par value \$0.0001 per share ("Class A Common Stock")

(e). CUSIP Number:

87336U105

Item 3. If This Statement is filed pursuant to Rule 13d-1(b) or Rule 13d-2(b), or (c), check whether the person filing is
a

- (a) Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: