Q2 Holdings, Inc.

Form 3

(Instr. 4)

Expiration Date

Exercisable Date

(Month/Day/Year)

Date

August 24, 2	2016							
FORM 3 UNITED STATES SECURITIES AND EXCHANGE C						MISSION	OMB APPROVAL	
. 0		Washington, D.C. 20549				OMB Number:	3235-0104	
		INITIAL S	STATEMENT OF BE		OWNERSH	IP OF	Expires:	January 31, 2005
		tion $17(a)$ of	SECUR nt to Section 16(a) of the f the Public Utility Hold 30(h) of the Investment	e Securities H ling Compan	y Act of 193		Estimated burden hou response n	average urs per
(Print or Type	Responses)							
1. Name and Address of Reporting Person <u>*</u> Wittenburg Odus Edward Jr			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name <b>and</b> Ticker or Trading Syn Q2 Holdings, Inc. [QTWO]			mbol	
(Last)	(First)	(Middle)	08/22/2016			Amendment, Date Original d(Month/Day/Year)		
13785 RES BOULEVA		ITE 150		(Checl	k all applicable)		•	
(Street) AUSTIN, TX 78750				Director10% Owner XOfficerOther (give title below) (specify below) President		with Filin () () () () () () () () () () () () () (	<ul> <li>Individual or Joint/Group</li> <li>iling(Check Applicable Line)</li> <li>X_ Form filed by One Reporting</li> <li>erson</li> <li>Form filed by More than One</li> </ul>	
(City)	(State)	(Zip)	T-LL I	N D	4° C'4'	Repo	rting Person	
	. ,	(Zip)			tive Securiti		-	
1.Title of Sect (Instr. 4)	urity		2. Amount Beneficially (Instr. 4)	of Securities y Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Ownership (Instr. 5)	f Indirect Bene	ficial
Reminder: Rep owned directly			each class of securities benefi	cially	SEC 1473 (7-02	)		
	infor requ	rmation cont ired to resp	spond to the collection o tained in this form are no ond unless the form disp MB control number.	ot				
	Table II - D	erivative Secu	urities Beneficially Owned (	e.g., puts, calls	s, warrants, opt	tions, conver	tible securitie	s)
1. Title of Der	rivative Secu	rity 2. D	Date Exercisable and 3. Titl	e and Amount o	of 4.	5.	6. Natur	e of Indirect

Securities Underlying

Amount or

Number of

Shares

Derivative Security

(Instr. 4)

Expiration Title

Conversion

or Exercise

Derivative

Price of

Security

Ownership

Derivative

Security:

Direct (D)

or Indirect

(I)

Form of

Beneficial Ownership

(Instr. 5)

(Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Wittenburg Odus Edward Jr 13785 RESEARCH BOULEVARD SUITE 150 AUSTIN, TX 78750	Â	Â	President	Â				
Signatures								
/s/ M. Scott Kerr, as attorney-in-fact	08/24	/2016						
**Signature of Reporting Person	D	ate						
Explanation of Responses:								

## EXPLANATION OF RESPONSES: No securities are beneficially owned

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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### **Remarks:**

### Exhibit Index - Exhibit 24.1 Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.