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| OMB APPROVAL             |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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*<br><u>Lytikainen Kimberly Gail</u><br><br>(Last) (First) (Middle)<br>4051 BROAD STREET<br>SUITE 220<br><br>(Street)<br>SAN LUIS CA 93401<br>OBISPO<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>MINDBODY, Inc. [ MB ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Chief Legal Officer &amp; Secretary</u> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>08/07/2018</u>       |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |  |

**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            | 08/07/2018                           |  | c <sup>(1)</sup>               |   | 14,500  | A          | \$0.00                  | 57,895 <sup>(2)</sup>   | D  |   |
| Class A Common Stock            | 08/07/2018                           |  | s <sup>(3)</sup>               |   | 16,794  | D          | \$36.996 <sup>(4)</sup> | 41,101 <sup>(2)</sup>   | D  |   |
| Class A Common Stock            |                                      |  |                                |   |   |            |                         | 17,821 <sup>(5)</sup>   | I  | By spouse   |

**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 |
| Employee Stock Options (Right to Buy)      | \$10.616   | 08/07/2018                           |  | M                              |   | 14,500   |     | (6)  | 09/20/2024      | Class B Common Stock  | 14,500                                     | \$0.00   | 0   | D  |       |
| Class B Common Stock                       | (7)  | 08/07/2018                           |  | M                              |   | 14,500   |     | (7)  | (7)             | Class A Common Stock  | 14,500                                     | \$0.00   | 14,500  | D  |       |
| Class B Common Stock                       | (7)  | 08/07/2018                           |  | C                              |   | 14,500   |     | (7)  | (7)             | Class A Common Stock  | 14,500                                     | \$0.00   | 0   | D  |       |

**Explanation of Responses:**

- Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of the Reporting Person.
- Includes 41,101 restricted stock units, where each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement.
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.50 to \$37.275, inclusive. 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 within the range set forth in the Form 4.
- Includes 17,821 RSUs, where each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement.
- 25% of shares subject to the option vested on July 7, 2015, and 2.0833% of the shares vest monthly thereafter.
- Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

**Remarks:**

/s/ Kimberly G. Lytikainen 08/09/2018

\*\* 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 Number.**