

**AXON ENTERPRISE, INC.**  
Filed by  
**ABDIEL QUALIFIED MASTER FUND LP**

**FORM SC 13G**  
(Statement of Ownership)

Filed 06/30/17

Address	17800 N. 85TH ST. SCOTTSDALE, AZ 85255
Telephone	480-991-0797
CIK	0001069183
Symbol	AAXN
SIC Code	3480 - Ordnance And Accessories, Except Vehicles And
Industry	Aerospace & Defense
Sector	Industrials
Fiscal Year	12/31

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_)\*

**Axon Enterprise, Inc.**

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(Name of Issuer)

**Common Stock**

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(Title of Class of Securities)

05464C101

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(CUSIP Number)

June 20, 2017

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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).

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**1** Name of Reporting Person:  
**Abdiel Qualified Master Fund, LP**

I.R.S. Identification No. of above Person (entities only) (voluntary)

**2** Check the Appropriate Box if a Member of a Group

(a)

(b)

**3** SEC USE ONLY

**4** Citizenship or Place of Organization

**Cayman Islands**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>	SOLE VOTING POWER
	<b>0</b>	
	<b>6</b>	SHARED VOTING POWER
	<b>2,590,098</b>	
	<b>7</b>	SOLE DISPOSITIVE POWER
	<b>0</b>	
	<b>8</b>	SHARED DISPOSITIVE POWER
	<b>2,590,098</b>	

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED  
**2,590,098**

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
**4.9% \***

**12** TYPE OF REPORTING PERSON  
**PN**

\* Based on 52,725,058 shares of Common Stock outstanding as of April 28, 2017, as reported in the Issuer's Report on Form 10-Q for the period ended March 31, 2017 filed with the Securities and Exchange Commission on May 10, 2017.

**1** Names of Reporting Person:  
**Abdiel Capital, LP**

I.R.S. Identification No. of above Person (entities only) (voluntary)

**2** Check the Appropriate Box if a Member of a Group

(a)

(b)

**3** SEC USE ONLY

**4** Citizenship or Place of Organization

**Delaware**

**5** SOLE VOTING POWER

**0**

NUMBER OF  
 SHARES  
 BENEFICIALLY  
 OWNED BY  
 EACH  
 REPORTING  
 PERSON  
 WITH

**6** SHARED VOTING POWER

**94,902**

**7** SOLE DISPOSITIVE POWER

**0**

**8** SHARED DISPOSITIVE POWER

**94,902**

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED

**94,902**

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**0.2% \***

**12** TYPE OF REPORTING PERSON

**PN**

\* Based on 52,725,058 shares of Common Stock outstanding as of April 28, 2017, as reported in the Issuer's Report on Form 10-Q for the period ended March 31, 2017 filed with the Securities and Exchange Commission on May 10, 2017.

**1** Names of Reporting Person:  
**Abdiel Capital Management, LLC**

I.R.S. Identification No. of above Person (entities only) (voluntary)

**2** Check the Appropriate Box if a Member of a Group

(a)

(b)

**3** SEC USE ONLY

**4** Citizenship or Place of Organization

**Delaware**

**5** SOLE VOTING POWER

NUMBER OF  
 SHARES

**0**

**6** SHARED VOTING POWER

BENEFICIALLY  
 OWNED BY

**2,685,000 \***

**7** SOLE DISPOSITIVE POWER

EACH  
 REPORTING

**0**

**8** SHARED DISPOSITIVE POWER

PERSON  
 WITH

**2,685,000 \***

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED

**2,685,000 \***

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

**5.1% \*\***

**12** TYPE OF REPORTING PERSON

**00**

\* Consists of 2,590,098 shares of Common Stock held by Abdiel Qualified Master Fund, LP and 94,902 shares of Common Stock held by Abdiel Capital, LP.

\*\* Based on 52,725,058 shares of Common Stock outstanding as of April 28, 2017, as reported in the Issuer's Report on Form 10-Q for the period ended March 31, 2017 filed with the Securities and Exchange Commission on May 10, 2017.

**1** Names of Reporting Person:  
**Abdiel Capital Advisors, LP**

I.R.S. Identification No. of above Person (entities only) (voluntary)

**2** Check the Appropriate Box if a Member of a Group

(a)

(b)

**3** SEC USE ONLY

**4** Citizenship or Place of Organization

**Delaware**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>	SOLE VOTING POWER <b>0</b>
	<b>6</b>	SHARED VOTING POWER <b>2,685,000 *</b>
	<b>7</b>	SOLE DISPOSITIVE POWER <b>0</b>
	<b>8</b>	SHARED DISPOSITIVE POWER <b>2,685,000 *</b>
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED <b>2,685,000 *</b>	
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) <b>5.1% **</b>	
<b>12</b>	TYPE OF REPORTING PERSON <b>PN, IA</b>	

\* Consists of 2,590,098 shares of Common Stock held by Abdiel Qualified Master Fund, LP and 94,902 shares of Common Stock held by Abdiel Capital, LP.

\*\* Based on 52,725,058 shares of Common Stock outstanding as of April 28, 2017, as reported in the Issuer's Report on Form 10-Q for the period ended March 31, 2017 filed with the Securities and Exchange Commission on May 10, 2017.

**1** Names of Reporting Person:  
**Colin T. Moran**

I.R.S. Identification No. of above Person (entities only) (voluntary)

**2** Check the Appropriate Box if a Member of a Group

(a)

(b)

**3** SEC USE ONLY

**4** Citizenship or Place of Organization

**United States**

**5** SOLE VOTING POWER  
**0**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

**6** SHARED VOTING POWER  
**2,685,000 \***

**7** SOLE DISPOSITIVE POWER  
**0**

**8** SHARED DISPOSITIVE POWER  
**2,685,000 \***

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED  
**2,685,000 \***

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
**5.1% \*\***

**12** TYPE OF REPORTING PERSON  
**IN**

\* Consists of 2,590,098 shares of Common Stock held by Abdiel Qualified Master Fund, LP and 94,902 shares of Common Stock held by Abdiel Capital, LP.

\*\* Based on 52,725,058 shares of Common Stock outstanding as of April 28, 2017, as reported in the Issuer's Report on Form 10-Q for the period ended March 31, 2017 filed with the Securities and Exchange Commission on May 10, 2017.

**SCHEDULE 13G**

**Item 1(a)** Name of Issuer: Axon Enterprise, Inc.

**Item 1(b)** Address of Issuer's Principal Executive Offices:  
17800 North 85<sup>th</sup> Street, Scottsdale, AZ 85255

**Item 2(a)** Name of Persons Filing:  
Abdiel Qualified Master Fund, LP  
Abdiel Capital, LP  
Abdiel Capital Management, LLC  
Abdiel Capital Advisors, LP  
Colin T. Moran

**Item 2(b)** Address of Principal Business Office, or if None, Residence:  
410 Park Avenue, Suite 930, New York, NY 10022

**Item 2(c)** Citizenship:  
Abdiel Qualified Master Fund, LP – Cayman Islands  
Abdiel Capital, LP - Delaware  
Abdiel Capital Management, LLC - Delaware  
Abdiel Capital Advisors, LP - Delaware  
Colin T. Moran – United States

**Item 2(d)** Title of Class of Securities: Common Stock

**Item 2(e)** CUSIP Number: 05464C101

**Item 3** If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is:  
Not Applicable.

**Item 4** Ownership:  
(a) through (c):

The information requested herein is incorporated by reference to the cover pages to this Schedule 13G.

Abdiel Capital Management, LLC and Abdiel Capital Advisors, LP serve as the general partner and the investment manager, respectively, of Abdiel Qualified Master Fund, LP and Abdiel Capital, LP. Colin T. Moran serves as managing member of Abdiel Capital Management, LLC and Abdiel Capital Partners, LLC, which serves as the general partner of Abdiel Capital Advisors, LP. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein except to the extent of its or his pecuniary interest therein.

**Item 5** Ownership of Five Percent or Less of the Class: Not Applicable.

**Item 6** Ownership of More Than Five Percent on Behalf of Another Person: Not Applicable.

**Item 7** Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company: Not Applicable.

**Item 8** Identification and Classification of Members of the Group: Not Applicable.

**Item 9** Notice of Dissolution of Group: Not Applicable.

**Item 10** Certification:



By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

**SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 30, 2017

ABDIEL QUALIFIED MASTER FUND, LP

By: Abdiel Capital Management, LLC,  
its General Partner

By: /s/ Colin T. Moran

Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL, LP

By: Abdiel Capital Management, LLC,  
its General Partner

By: /s/ Colin T. Moran

Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL MANAGEMENT, LLC

By: /s/ Colin T. Moran

Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL ADVISORS, LP

By: Abdiel Capital Partners, LLC,  
its General Partner

By: /s/ Colin T. Moran

Name: Colin T. Moran

Title: Managing Member

COLIN T. MORAN

By: /s/ Colin T. Moran

Name: Colin T. Moran

Title: Individually

JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G to which this Agreement is annexed as Exhibit 1, and any amendments thereto, is and will be filed on behalf of each of them in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Date: June 30, 2017

ABDIEL QUALIFIED MASTER FUND, LP

By: Abdiel Capital Management, LLC,  
its General Partner

By: /s/ Colin T. Moran

\_\_\_\_\_  
Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL, LP

By: Abdiel Capital Management, LLC,  
its General Partner

By: /s/ Colin T. Moran

\_\_\_\_\_  
Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL MANAGEMENT, LLC

By: /s/ Colin T. Moran

\_\_\_\_\_  
Name: Colin T. Moran

Title: Managing Member

ABDIEL CAPITAL ADVISORS, LP

By: Abdiel Capital Partners, LLC,  
its General Partner

By: /s/ Colin T. Moran

\_\_\_\_\_  
Name: Colin T. Moran

Title: Managing Member

COLIN T. MORAN

By: /s/ Colin T. Moran

\_\_\_\_\_  
Name: Colin T. Moran

Title: Individually