FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APPROVAL OMB Number: 3235-0287 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 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>Le-Quoc Alexis</u>						2. Issuer Name and Ticker or Trading Symbol Datadog, Inc. [DDOG]											10% Ow)wner	
(Last) (First) (Middle) C/O DATADOG, INC. 620 8TH AVENUE, 45TH FLOOR							f Earliest Tra 020	nsactior	n (Mor	nth/Day/Year)	X	Officer (below)	Officer (give title below) President & CTO Other (specify below)						
					_ 4	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applied Check											licable		
(Street) NEW YO	ORK N	Y	10018		_						Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					- 1			
(City)	(S	itate)	(Zip)								F C13011								
		Ta	able I -	Non-Dei	rivat	ive Se	curities A	cquir	ed, [Disposed o	of, or E	Benefic	ially (Owned					
D.		2. Transaction Date (Month/Day/Ye		Execut) if any	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or D Of (D) (Instr. 3, 4 and 5)			sposed	nt of es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct Indirect I	7. Nature of ndirect Beneficial Ownership Instr. 4)				
								Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				,	
Class A C	Common Sto	ock		05/04/	2020			C ⁽¹⁾		112,900	A	(1)	112	,900			By Frust ⁽²⁾	
Class A C	Common Sto	ock		05/04/	05/04/2020			S ⁽³⁾		5,000	D	\$44.3	\$44.3946 ⁽⁴⁾		107,900			By Γrust ⁽²⁾	
Class A C	Common Sto	ock		05/04/2020				S ⁽³⁾		80,821	D	\$45.5	5072 ⁽⁵⁾	27,079				By Γrust ⁽²⁾	
Class A C	Common Sto	ock		05/04/2020				S ⁽³⁾		27,079	D	\$45.9	941(6)	0				By Γrust ⁽²⁾	
Class A Common Stock 05/04/202					2020			C ⁽¹⁾		29,200	A	(1)	29,	,200			By GRAT ⁽⁷⁾	
Class A C	Class A Common Stock 05/04/202				2020			S ⁽³⁾		1,900	D	\$44.3	3107(8)	27,	,300			By GRAT ⁽⁷⁾	
Class A Common Stock 05/04/202					2020			S ⁽³⁾		25,418	D	\$45.4	1948 ⁽⁹⁾	1,8	882			By GRAT ⁽⁷⁾	
Class A Common Stock 05/04/202								S ⁽³⁾		1,882	D	\$46.	04(10)		0			By GRAT ⁽⁷⁾	
Class A Common Stock 05/04/2								C ⁽¹⁾		25,000	A	(1)	25,	,000			By Frust ⁽¹¹⁾	
Class A Common Stock 05/04/2					2020			S ⁽¹²⁾		1,847	D	\$44.3	399 ⁽¹³⁾	23,	153			By Frust ⁽¹¹⁾	
Class A Common Stock 05/04/2					2020			S ⁽¹²⁾		22,149	D	\$45.5	148(14)	1,0	004			By Γrust ⁽¹¹⁾	
Class A Common Stock 05/04/20								S ⁽¹²⁾		1,004	D	\$46.0	682(15)		0			By Γrust ⁽¹¹⁾	
Class A Common Stock 05/04/202								C ⁽¹⁾		25,000	A	(1)	25,	,000			By Γrust ⁽¹⁶⁾	
Class A Common Stock 05/04/202						20		S ⁽¹²⁾		1,600	D	\$44.29(17)		23,400		I		By Γrust ⁽¹⁶⁾	
Class A Common Stock 05/04/202						20		S ⁽¹²⁾		22,300	D	\$45.5	049(14)	1,100				By Frust ⁽¹⁶⁾	
Class A Common Stock 05/04/202						20		S ⁽¹²⁾		1,100 D \$46.0		0609(15)		0			By Γrust ⁽¹⁶⁾		
			Table							sposed of				wned					
1. Title of Derivative Security (Instr. 3)	itle of 2. 3. Transaction 3A. Deemed 4. ivative Conversion Unity or Exercise (Month/Day/Year) if any Co		4. Trans	saction e (Instr.	f 6. Da	te Exe	ercisable and	7. Title and Amount of Securities Underlying			S. Price of Derivative Security Instr. 5) Security Securitie Beneficia Owned Following Reported Transacti (Instr. 4)		ily	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				

			Table II - Deri (e.g.				arrants	uired, Dis ,paptions,	<u>eqnvarti</u>			Owned			
1. Title of Class Bive Common Stock 3)	Conversion or E)(1) cise Price of Derivative	3. Transaction Date (Mc _{05/04/2020} :ar)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa (C(1)); (8)		5. N Deri Seci Acq	umber of vative u112,900 uired (A) isposed	6. Date Exerc Expiration Da (Mon(1)/Day/\	isable and te	7. Title and CClass Britic Common !! D'Stock ive (Instr. 3 ar	Amount es 112,900 Security	8. Price of Derivative Se\$0.00/ (Instr. 5)	9. Number of derivative S€13,050,345 Beneficially Owned	10. Ownership Form Direct (D) or Indirect	11. Nature of Indirect By Trust ⁽²⁾ Ownership (Instr. 4)
Class B Common Stock	Security (1)	05/04/2020		_C ⁽¹⁾ _) (Instr. ar-29,200_	(1)	(1)	Class B Common Stock	_29,200_	\$0.00	Following Re3,374,169 Transaction(s) (Instr. 4)	(I) (Instr. 4) I	
Class B Common Stock	(1)	05/04/2020		C ⁽¹⁾			25,000	(1)	(1)	Class B Common Stock	25,000	\$0.00	487,500	I	By Trust ⁽¹¹⁾
Class B Common Stock	(1)	05/04/2020		Cone	v	(A)	25,000 (تا)	Date ₍₁₎ Exercisable	Expintion Date	Class B Common IIStock	or 25,000 or shares	\$0.00	487,500	I	By Trust ⁽¹⁶⁾

Explanation of Responses:

- 1. Each share of Class B Common Stock is convertible into an equal number of shares of Class A Common Stock at any time, at the holder's election, and has no expiration date. Each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon the earliest of: (i) any transfer, whether or not for value, except for certain "Permitted Transfers" as defined in the Issuer's amended and restated certificate of incorporation, (ii) the nine-month anniversary of the death of the Reporting Person in the case of shares held directly or in a trustee capacity, and (iii) the tenth anniversary of the Issuer's initial public offering of its Class A Common Stock.
- 2. Shares are held by the Alexis Le-Quoc Revocable Trust.
- 3. Shares sold pursuant to a 10b5-1 plan entered into on December 6, 2019.
- 4. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$43.92 to \$44.91. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 5. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$44.92 to \$45.91. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 6. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$45.92 to \$46.13. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 7. Shares are held by the Alexis Le-Quoc 2016 GRAT.
- 8. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$43.83 to \$44.76. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 9. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$44.97 to \$45.96. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 10. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$45.97 to \$46.13. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 11. Shares are held by Offbeat Polymath Trust, of which Reporting Person is Trustee. Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest, if any, in the
- 12. Shares sold pursuant to a 10b5-1 plan entered into on December 7, 2019.
- 13. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$44.02 to \$45.01. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 14. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$45.02 to \$46.01. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 15. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$46.02 to \$46.12. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 16. Shares are held by Endearing Viceroy Trust, of which Reporting Person is Trustee. Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest, if any, in the shares.
- 17. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$44.02 to \$44.83. The reporting person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.

Remarks:

Alexis Le-Quoc, by /s/ Ron A. Metzger, Attorney-in-Fact

05/06/2020

** 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.