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

SCHEDULE 13G

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

Datadog, Inc.
(Name of Issuer)

Class A Common Stock, \$0.00001 par value
(Title of Class of Securities)

23804L103
(CUSIP Number)

December 31, 2019
Date of Event Which Requires Filing of the 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 disclosures provided in a prior cover page.

The information required on 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).

1.	Name of Reporting Person OpenView Management, LLC	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
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 33,922,301 (1)(2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 33,922,301 (1)(2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 33,922,301 (1)(2)	
10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11.	Percent of Class Represented by Amount in Row (9) 55.1% (2)(3)(4)	
12.	Type of Reporting Person OO	

- (1) Represents 32,646,624 shares of Class B Common Stock held directly by OpenView Venture Partners III, L.P. and (ii) 1,275,677 shares of Class B Common Stock held directly by OpenView Affiliates Fund III, L.P.
- (2) Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon the earlier 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, and (ii) the tenth anniversary of the Issuer's initial public offering of its Class A Common Stock.
- (3) The percent of class was calculated based on (i) 27,600,000 shares of Class A Common Stock and (ii) 268,230,402 shares of Class B common stock outstanding as of November 6, 2019, as disclosed in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as filed with the Securities and Exchange Commission on November 13, 2019.
- (4) Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 33,922,301 shares of Class B Common Stock collectively held by OpenView Venture Partners III, L.P. and OpenView Affiliates Fund III, L.P., represents 12.5% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

1.	Name of Reporting Person	OpenView General Partner III, L.P.
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
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 33,922,301 (1)(2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 33,922,301 (1)(2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	33,922,301 (1)(2)
10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares	<input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9)	55.1% (2)(3)(4)
12.	Type of Reporting Person	PN

- (1) Represents (i) 32,646,624 shares of Class B Common Stock held directly by OpenView Venture Partners III, L.P. and (ii) 1,275,677 shares of Class B Common Stock held directly by OpenView Affiliates Fund III, L.P.
- (2) Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon the earlier 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, and (ii) the tenth anniversary of the Issuer's initial public offering of its Class A Common Stock.
- (3) The percent of class was calculated based on (i) 27,600,000 shares of Class A Common Stock and (ii) 268,230,402 shares of Class B common stock outstanding as of November 6, 2019, as disclosed in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as filed with the Securities and Exchange Commission on November 13, 2019.
- (4) Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 33,922,301 shares of Class B Common Stock collectively held by OpenView Venture Partners III, L.P. and OpenView Affiliates Fund III, L.P., represents 12.5% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

1.	Name of Reporting Person	OpenView Venture Partners III, L.P.
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
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 32,646,624 (1)(2)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 32,646,624 (1)(2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	32,646,624 (1)(2)
10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares	<input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9)	54.2%(2)(3)(4)
12.	Type of Reporting Person	PN

- (1) Represents 32,646,624 shares of Class B Common Stock held directly by OpenView Venture Partners III, L.P.
- (2) Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon the earlier 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, and (ii) the tenth anniversary of the Issuer's initial public offering of its Class A Common Stock.
- (3) The percent of class was calculated based on (i) 27,600,000 shares of Class A Common Stock and (ii) 268,230,402 shares of Class B common stock outstanding as of November 6, 2019, as disclosed in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as filed with the Securities and Exchange Commission on November 13, 2019.
- (4) Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 32,646,624 shares of Class B Common Stock held by OpenView Venture Partners III, L.P. represents 12.05% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

1.	Name of Reporting Person OpenView Affiliates Fund III, L.P.
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
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 1,275,677 (1)(2)
	7. Sole Dispositive Power 0
	8. Shared Dispositive Power 1,275,677 (1)(2)
9.	Aggregate Amount Beneficially Owned by Each Reporting Person 1,275,677 (1)(2)
10.	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>
11.	Percent of Class Represented by Amount in Row (9) 4.4%(2)(3)(4)
12.	Type of Reporting Person PN

- (1) Represents 1,275,677 shares of Class B Common Stock held directly by OpenView Affiliates Fund III, L.P.
- (2) Each share of Class A Common Stock is entitled to one vote, and each share of Class B Common Stock is entitled to ten votes. Each share of Class B Common Stock is convertible, at any time at the option of the holder, into one (1) share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one (1) share of Class A Common Stock upon the earlier 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, and (ii) the tenth anniversary of the Issuer's initial public offering of its Class A Common Stock.
- (3) The percent of class was calculated based on (i) 27,600,000 shares of Class A Common Stock and (ii) 268,230,402 shares of Class B common stock outstanding as of November 6, 2019, as disclosed in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as filed with the Securities and Exchange Commission on November 13, 2019.
- (4) Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 1,275,677 shares of Class B Common Stock held by OpenView Affiliates Fund III, L.P., represents 0.47% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

Item 1(a) Name of Issuer

Datadog, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices

**620 Eighth Avenue
45th Floor
New York, NY 10018**

Item 2 **Filing Persons**

(a) – (c) Name of Persons Filing; Address; Citizenship:

(i) OpenView Management, LLC, a Delaware Limited Liability Company (“**OVM LLC**”)

(ii) OpenView General Partner III, L.P. a Delaware Limited Partnership (“**OGP III LP**”)

(iii) OpenView Venture Partners III, L.P. a Delaware Limited Partnership (“**OV III LP**”)

(iv) OpenView Affiliates Fund III, L.P., a Delaware Limited Partnership (“**OAF III LP**”)

OVM LLC and the Funds are sometimes individually referred to herein as a “Reporting Person” and collectively as the “Reporting Persons.”

[The address for each of the Reporting Persons is 303 Congress Street, 7th Floor, Boston, MA 02210.]

Item 2(d) Title of Class of Securities

Class A Common Stock, \$0.00001 par value per share (“**Class A Common Stock**”)

Item 2(e) CUSIP Number

23804L103

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 a:**

Not applicable.

Item 4 **Ownership**

(a) and (b) Amount beneficially owned:

(i) OVM LLC may be deemed to beneficially own 33,922,301 shares of Class B Common stock consisting of 32,646,624 shares of Class B Common Stock owned by OV III LP and 1,275,677 shares of Class B Common Stock owned by OAF III LP, which in the aggregate represents approximately 55.1% of the outstanding Class A Common Stock. Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 33,922,301 shares of Class B Common Stock collectively held by OV III LP and OAF III LP represents 12.5% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

(ii) OGP III LP may be deemed to beneficially own 33,922,301 shares of Class B Common stock consisting of 32,646,624 shares of Class B Common Stock owned by OV III LP and 1,275,677 shares of Class B Common Stock owned by OAF III LP, which in the aggregate represents approximately 55.1% of the outstanding Class A Common Stock. Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 33,922,301 shares of Class B Common Stock collectively held by OV III LP and OAF III LP represents 12.5% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

(iii) OV III LP directly owns 32,646,624 shares of Class B Common Stock, which represents approximately 54.2% of the outstanding Class A Common Stock. Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 32,646,624 shares of Class B Common Stock held by OV III LP represent 12.0% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

(iv) OAF III LP directly owns 1,275,677 shares of Class B Common Stock, which represents approximately 4.4% of the outstanding Class A Common Stock. Based on the aggregate number of shares of Class A Common Stock beneficially owned by the reporting person and the aggregate number of shares of Class B Common Stock beneficially owned by the reporting person, which with respect to the Class B Common Stock, pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended, is treated as converted into Class A Common Stock only for purposes of computing the percentage ownership of the reporting person. In accordance with Rule 13d-3, the percentage reported does not reflect the ten for one voting power of the Class B Common Stock because the Class B Common Stock is not a registered class of voting equity securities under the Securities Exchange Act of 1934, as amended. The 1,275,667 shares of Class B Common Stock held by OAF III LP represent 0.47% of the aggregate combined voting power of the Class A Common Stock and Class B Common Stock.

The percent of class and voting power were calculated based on (i) 27,600,000 shares of Class A Common Stock and (ii) 268,230,402 shares of Class B common stock outstanding as of November 6, 2019, as disclosed in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as filed with the Securities and Exchange Commission on November 13, 2019.

(c) Number of shares as to which such person has:

Reporting Person	Number of Class A Common Stock			
	(i)	(ii)	(iii)	(iv)
OVM LLC		33,922,301		33,922,301
OGP III LP		33,922,301		33,922,301
OV III LP		32,646,624		32,646,624
OAF III LP		1,275,677		1,275,677

- (i) Sole power to vote or direct the vote
- (ii) Shared power to vote or to direct the vote
- (iii) Sole power to dispose or to direct the disposition of
- (iv) Shared power to dispose or to direct the disposition of

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

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

Not applicable.

SIGNATURE

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

DATED: February 14, 2020

OPENVIEW MANAGEMENT, LLC

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW GENERAL PARTNER III, L.P.

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW AFFILIATES FUND III, L.P.

By: OpenView General Partner III, L.P., general partner

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW VENTURE PARTNERS III, L.P.

By: OpenView General Partner III, L.P., general partner

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

JOINT FILING AGREEMENT

Pursuant to Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that only one statement containing the information required by Schedule 13G need be filed with respect to the ownership by each of the undersigned of the shares of Common Stock of Datadog, Inc.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

EXECUTED as of this 14th day of February, 2020.

OPENVIEW MANAGEMENT, LLC

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW GENERAL PARTNER III, L.P.

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW AFFILIATES FUND III, L.P.

By: OpenView General Partner III, L.P., general partner

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

OPENVIEW VENTURE PARTNERS III, L.P.

By: OpenView General Partner III, L.P., general partner

By: OpenView Management, LLC, general partner

/s/ Rufus C. King

Rufus C. King, Attorney-in-Fact

POWER OF ATTORNEY

Know all by these presents that each of the undersigned hereby constitutes and appoints each of Bonnie Lewis and Rufus King of OpenView Partners, signing individually, the undersigned's true and lawful attorneys-in-fact and agents, with respect to the undersigned's holdings of and transactions in securities issued by Datadog, Inc. (the "**Company**"), to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the Securities and Exchange Commission (the "**SEC**") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 13 of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**") and any and all rules and regulations thereunder;

(2) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the SEC filings pursuant to Section 13 (Schedule 13D, Schedule 13G, Form 13F and Form 13H), as applicable (including any amendments, exhibits, joint filing agreements or other documents related thereto or in connection therewith) with respect to the securities of the Company in accordance with Section 13 of Exchange Act and the rules and regulations thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to prepare and execute any such Schedule 13D, Schedule 13G, Form 13F and Form 13H, as applicable (including any amendments, exhibits, joint filing agreements or other documents related thereto or in connection therewith) and file the same with the SEC and any stock exchange, self-regulatory association or any other authority; and

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of the undersigned, it being understood that the documents executed by the attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as the attorney-in-fact may approve in the attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, and their substitutes, in serving in such capacity at the request of the undersigned, are not assuming (nor is the Company assuming) any of the undersigned's responsibilities to comply with Section 13 of the Exchange Act and the rules and regulations thereunder.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file such forms with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in fact.

IN WITNESS WHEREOF, each of the undersigned has caused this Power of Attorney to be executed as of the date written below.

OpenView Venture Partners III, L.P.

By: OpenView General Partner III, L.P., its general partner
By: OpenView Management, LLC, its general partner

By: /s/ Scott M. Maxwell

Name: Scott M. Maxwell

Title: Sole Manager

OpenView Affiliates Fund III, L.P.

By: OpenView General Partner III, L.P., its general partner
By: OpenView Management, LLC, its general partner

By: /s/ Scott M. Maxwell

Name: Scott M. Maxwell

Title: Sole Manager

OpenView General Partner III, L.P.

By: OpenView Management, LLC, its general partner

By: /s/ Scott M. Maxwell

Name: Scott M. Maxwell

Title: Sole Manager

OpenView Management, LLC

By: /s/ Scott M. Maxwell

Name: Scott M. Maxwell

Title: Sole Manager