Instruction 1(b).

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Ittycheria Dev					2. Issuer Name <b>and</b> Ticker or Trading Symbol Datadog, Inc. [ DDOG ]									k all app	*		. ,	Issuer Owner
	(Fir FADOG, IN I AVENUE,	,	Middle)	05/	Date of Earliest Transaction (Month/Day/Year)     05/14/2020      4. If Amendment, Date of Original Filed (Month/Day/Year)							ear)	6. Ind	belov		belo		,
(Street) NEW YORK NY 10018 (City) (State) (Zip)					4. Il Americani ett, Date di Original Filed (Montili Day) feat)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yes			2/ Ei	2A. Deemed Execution Date		3. Trai	3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5. Amou Securiti Benefic Owned Followii		unt of es ially ng	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Cod	de	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				
Class A Common Stock 05/14			05/14/2020	)			S			45,000	D	D \$66.32		5 <sup>(1)</sup> 651,031		D		
Class A Common Stock														1,130,889			See footnote <sup>(2)</sup>	
	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)		saction e (Instr.	5. Num of Deriva Securi Acqui (A) or Dispos of (D) (Instr. and 5)	ative ities red sed 3, 4	Exp	oiration	xercisable and		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		Price of erivative ecurity estr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e Owners s Form: Direct ( or Indii		Beneficial Ownership t (Instr. 4)
				Code	e V	(A)	(D)	Date Exe	e ercisabl	Expiration	on Tit	Amour or Numbe of Shares	er					

## **Explanation of Responses:**

- 1. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$65.615 to \$66.41. 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.
- 2. Shares are held directly by The Ittycheria Family Trust.

## Remarks:

Dev Ittycheria, by /s/ Ron A. Metzger, Attorney-in-Fact

05/18/2020

\*\* 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.