SEC Form 4
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

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Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 193	34	hou	urs per response:	0.5
			or Section 30(h) of the Investment Company Act of 1940				
1. Name and Addre	1 0	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Datadog, Inc. [ DDOG ]		ationship of Repor ( all applicable) Director	ting Person(s) to Issuer 10% Owne	
(Last) C/O DATADOO	1	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/23/2021	- x	Cofficer (give title Other below) below, President & CTO		
620 8TH AVEN	UE, 451H FI	JOOK	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	vidual or Joint/Gro	up Filing (Check Applic	able
(Street) NEW YORK	NY	10018		Line)	Form filed by C Form filed by N	Dne Reporting Person Nore than One Reportin	
(City)	(State)	(Zip)			Person		
		Table I - Non-F	Derivative Securities Acquired, Disposed of, or Ben	eficially (	Owned		

## inon-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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code V Amount (A) or (D) Price		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	08/23/2021		C <sup>(1)</sup>		257,520	A	\$0.00	257,520	I	By Trust <sup>(2)</sup>
Class A Common Stock	08/23/2021		S <sup>(3)</sup>		89,911	D	\$130.6049(4)	167,609	I	By Trust <sup>(2)</sup>
Class A Common Stock	08/23/2021		S <sup>(3)</sup>		120,482	D	\$131.2991 <sup>(5)</sup>	47,127	I	By Trust <sup>(2)</sup>
Class A Common Stock	08/23/2021		S <sup>(3)</sup>		47,127	D	\$132.4025(6)	0	I	By Trust <sup>(2)</sup>
Class A Common Stock								294	I	By GRAT <sup>(7)</sup>
Class A Common Stock								176,022	D	

## 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. Transa Code ( 8)		Derivative		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)	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	Amount or Number of Shares		(Instr. 4)		
Class B Common Stock	(1)	08/23/2021		C <sup>(1)</sup>			257,520	(1)	(1)	Class A Common Stock	257,520	\$0.00	9,773,863	Ι	By Trust <sup>(2)</sup>
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	(1)		2,782,434	I	By GRAT <sup>(7)</sup>

## 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 June 14, 2021.

4. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$129.99 to \$130.98. 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 \$130.99 to \$131.98. 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 \$132.00 to \$132.80. 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.

Remarks:

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

08/25/2021

\*\* 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.