FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

	OMB APPROVAL								
	OMB Number:	3235-0287							
	Estimated average but	rden							
1	hours nor resnance.	0.5							

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(b) of the Investment Company Act of 1940

	(or Section 30(n) of the	ie ilives	uneni	Company Ac	1011940						
1. Name and Address of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol Datadog, Inc. [DDOG]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
OBSTLER DAVID M	-			- ,			Director	10% (Owner			
(2 Date of Earlingt Tra	neactio	n (Mo	nth/Day/Vear)	X	Officer (give title below)	Other below	(specify)			
(Last) (First) (Midd	· · · · · · · · · · · · · · · · · · ·	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2022						Chief Financial Officer				
C/O DATADOG, INC.												
620 8TH AVENUE, 45TH FLOOR	<u>_</u>											
(Chroat)	4	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) NEW YORK NY 1001	.					X	Form filed by One Reporting Person					
NEW TORK INT 1001	O							Form filed by Mor Person	e than One Rep	orting		
(City) (State) (Zip)												
Table I	Non-Derivati	ve Securities A	cquir	ed, I	Disposed	of, or	Beneficially	Owned				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Class A Common Stock	02/01/2022		C ⁽¹⁾		3,750	A	\$0.00	3,750	I	By GRAT ⁽²⁾		
Class A Common Stock	02/01/2022		s ⁽³⁾		100	D	\$142.55	3,650	I	By GRAT ⁽²⁾		
Class A Common Stock	02/01/2022		S ⁽³⁾		200	D	\$144.16 ⁽⁴⁾	3,450	I	By GRAT ⁽²⁾		
	1									_		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S(3)

S⁽³⁾

S⁽³⁾

S(3)

801

1,400

849

400

D

D

D

\$145.7104(5)

\$146.9(6)

\$147.8384(7)

\$149.03(8)

2,649

1,249

400

0

173,687

T

T

T

D

GRAT⁽²⁾

GRAT⁽²⁾

GRAT⁽²⁾ By

GRAT⁽²⁾

By

By

	(c.g., pare, care, marraine, opinione, commence)														
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)		of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		d 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) (Instr. 4)	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				
Class B Common Stock	(1)	02/01/2022		С			3,750	(1)	(1)	Class A Common Stock	3,750	\$0.00	207,397	I	By GRAT ⁽²⁾
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	15,603		15,603	D	

Explanation of Responses:

Class A Common Stock

- 1. Each share of Class B Common Stock is convertible at any time at the option of the Reporting Person into one share of Class A Common Stock 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 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.
- $2. \ Shares \ are \ held \ directly \ by \ the \ David \ Obstler \ 2019 \ GRAT, \ of \ which \ Reporting \ Person \ is \ Trustee.$

02/01/2022

02/01/2022

02/01/2022

02/01/2022

- 3. Shares sold pursuant to a 10b5-1 plan entered into on September 10, 2021.
- 4. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$143.83 to \$144.49. 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 \$145.00 to \$145.98. 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 \$146.37 to \$147.33. 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. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$147.56 to \$148.15. 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.

8. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$148.69 to \$149.40. 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:

<u>David Obstler, by /s/ Ron A.</u> <u>Metzger, Attorney-in-Fact</u>

02/03/2022

** 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.