FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, I	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
Instruction 1(h)

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

1. Name and Address of Reporting Person* Walters Sean Michael						2. Issuer Name and Ticker or Trading Symbol Datadog, Inc. [DDOG]									all app Direc	tor	ng Pei	10% O	wner		
(Last)	(Fi	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/05/2023								X	below	Officer (give title below) Chief Rev		Other (below) Officer	specify		
C/O DATADOG, INC. 620 EIGHTH AVENUE, 45TH FLOOR						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NEW YORK NY 10018																X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(St	ate) (2	Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant t satisfy the affirmative defense conditions of Rule 10b5-1(c). See I								uant to a			uction or writt	en pla	n that is inte	nded to		
		Table	I - No	n-Deriva							posed of					ed					
· · · · · · · · · · · · · · · · · ·			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)				Disposed C	Securities Acquired (A) or sposed Of (D) (Instr. 3, 4 and			Beneficially Owned Following		Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) or (D)	Price	Repo Trans (Instr		ted action(s) 3 and 4)			(Instr. 4)					
Common	Common A Common Stock 09/05/								S ⁽¹⁾		6,501	D	\$96.	.25 178,5		3,501 ⁽²⁾		D			
Common A Common Stock 09/					/2023				S ⁽¹⁾		5	D	\$97.	.39 178,496		8,496		D			
Common	A Commo	n Stock		09/05/2	2023				S ⁽¹⁾		2	D	\$97.	7.42 178,494 D							
Common	A Commo	n Stock		09/05/2	2023				S ⁽¹⁾		12	D	\$97.	7.44 178,482 D				D			
Common	A Commo	n Stock														8		I	By son		
	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)	if any	emed ion Date, /Day/Year)		ansaction of ode (Instr. Derivative				Exerc ion Da Day/Y	Amount of Securities		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)			Expiration Date		Amount or Number of Shares								

Explanation of Responses:

- 1. The Reporting Person was required by the Issuer to sell only the number of shares of common stock necessary to cover applicable tax withholding obligations realized upon the vesting of restricted stock units, as well as any related brokerage commission fees.
- 2. Includes 161 shares acquired on May 15, 2023 under the Issuer's Employee Stock Purchase Plan.

Remarks:

Sean Michael Walters, by /s/ Ron A. Metzger, Attorney-in-

09/07/2023

Fact

** Signature of Reporting Person

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.