SEC Form 4	
------------	--

 $\square$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OWB APPRC	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Name and Addr	1 0	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Datadog, Inc. [ DDOG ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last) 5TH FLOOR,	(First) 44 ESPLANAI	(Middle) DE	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2020	Officer (give title Other (specify below) below)				
(Street) ST. HELIER (City)	Y9 (State)	JE1 3FG (Zip)	<ul> <li>4. If Amendment, Date of Original Filed (Month/Day/Year)</li> </ul>	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X 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/Year)		3. Transaction Code (Instr. 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	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>		(Instr. 4)
Class A Common Stock	02/24/2020		S		700	D	<b>\$42.7</b> <sup>(1)</sup>	137,808	D <sup>(2)</sup>	
Class A Common Stock	02/24/2020		S		3,500	D	\$43.97 <sup>(3)</sup>	134,308	D <sup>(2)</sup>	
Class A Common Stock	02/24/2020		S		63,765	D	\$44.98(4)	70,543	D <sup>(2)</sup>	
Class A Common Stock	02/24/2020		S		800	D	\$45.31 <sup>(5)</sup>	69,743	D <sup>(2)</sup>	
Class A Common Stock	02/25/2020		S		23,401	D	\$43.64(6)	46,342	D <sup>(2)</sup>	
Class A Common Stock	02/25/2020		S		42,142	D	\$44.46 <sup>(7)</sup>	4,200	D <sup>(2)</sup>	
Class A Common Stock	02/25/2020		S		4,200	D	\$45.3 <sup>(8)</sup>	0	D <sup>(2)</sup>	
Class A Common Stock								1	D <sup>(9)</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)	4. Transaction Code (Instr. ) 8)		of		Transaction Code (Instr. B) Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year)		Expiration Date		7. Title Amour Securi Underl Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	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								

1. Name and Address of Reporting  $\operatorname{\mathsf{Person}}^*$ 

Yucca (Jersey) SLP (Last) (First) 5TH FLOOR, 44 ESPLANADE

ST. HELIER

JIII PLOOK, 44	LJILANADE	
(Street)		
ST. HELIER	Y9	JE1 3FG
(City)	(State)	(Zip)
1. Name and Addres	s of Reporting Pers	on*
Index Venture	e Growth Asso	<u>ociates III Ltd</u>
(Last)	(First)	(Middle)
5TH FLOOR, 44		(Middle)
(Street)		

**Y9** 

(Middle)

JE1 3FG

(City)	(State)	(Zip)
1. Name and Address o Index Venture A		
(Last) 5TH FLOOR, 44 E	(First) SPLANADE	(Middle)
(Street) ST. HELIER	Y9	JE1 3FG
(City)	(State)	(Zip)

## Explanation of Responses:

1. On February 24, 2020, Yucca (Jersey) SLP ("Yucca") sold 700 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.50 - \$43.00. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

2. The shares are held by Yucca. Yucca is the administrator of the Index co-investment vehicles that are contractually required to mirror the relevant Index fund's investment in the Issuer (in this case, Index Ventures Growth III (Jersey), L.P. ("Index Growth III", Index Ventures VI (Jersey), L.P. ("Index VI") and Index Ventures VI Parallel Entrepreneur Fund (Jersey), L.P. ("Index VI Parallel")). Index Venture Growth Associates III Limited ("IVGA III") is the general partner of Index Growth III and INdex Venture Associates VI Limited ("IVA VI") is the general partner of Index VI. Each of IVGA III and IVA VI disclaims Section 16 beneficial ownership of such shares are beneficially owned by it for Section 16 or any other purpose.

3. On February 24, 2020, Yucca sold 3,500 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.18 - \$44.15. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. On February 24, 2020, Yucca sold 63,765 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44.29 - \$45.27. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. On February 24, 2020, Yucca sold 800 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.29 - \$45.33. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

6. On February 25, 2020, Yucca sold 23,401 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.06 - \$44.05. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

7. On February 25, 2020, Yucca sold 42,412 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44.06 - \$45.01. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

8. On February 25, 2020, Yucca sold 4,200 shares of the Issuer's Class A Common Stock. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.07 - \$45.52. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

9. This share is held by Index VI. IVA VI disclaims Section 16 beneficial ownership of such share except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that such share is beneficially owned by it for Section 16 or any other purpose.

## **Remarks:**

Yucca (Jersey) SLP, By Intertrust Employee Benefit Services Limited, as authorized signatory of Yucca (Jersey) SLP in its capacity as <u>02/26/</u>2020 Administrator of the Index Co-Investment Scheme, By: /s/ Sarah Earles, /s/ Nick McHardy, Its: Authorized **Signatories** Index Venture Growth Associates III Limited, By: /s/ 02/26/2020 Sinead Meehan, Its: Director Index Venture Associates VI 02/26/2020 Limited, By: /s/ Nigel Greenwood, Its: Director

\*\* 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.