FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section 30(ff) of the investment company Act of 1940	
1. Name and Address of Reporting Person*  OBSTLER DAVID M			2. Issuer Name and Ticker or Trading Symbol Datadog, Inc. [ DDOG ]	Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner
	(Last) (First) (Middle) C/O DATADOG, INC. 620 8TH AVENUE, 45TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 11/23/2021	X Officer (give title Other (specify below)  Chief Financial Officer
(Street)  NEW YORK NY 10018  (City) (State) (Zip)		10018	4. If Amendment, Date of Original Filed (Month/Day/Year)	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 F	Parivative Securities Acquired Disposed of ar Band	aficially Owned

#### 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 6. Ownership 7. Nature of 5. Amount of 3. Transaction Date Execution Date, Securities Form: Direct Indirect if any (Month/Day/Year) Beneficially Owned Following Beneficial Ownership (Instr. 4) Code (Instr. 8) (D) or Indirect (I) (Instr. 4) (Month/Day/Year) Reported (A) or (D) Transaction(s) (Instr. 3 and 4) Code Amount Price By C<sup>(1)</sup> Class A Common Stock 11/23/2021 3,750 A \$0.00 3,750 Ι GRAT<sup>(2)</sup> Bv Class A Common Stock 11/23/2021 S<sup>(3)</sup> 100 D \$170.105(4) 3,650 GRAT<sup>(2)</sup> By **S**(3) \$171.725(5) Class A Common Stock 11/23/2021 100 D 3,550 Ι GRAT<sup>(2)</sup> Bv Class A Common Stock 11/23/2021 **S**(3) 200 D \$172.9425(6) 3,350 GRAT<sup>(2)</sup> By S<sup>(3)</sup> Class A Common Stock 11/23/2021 1,000 \$174.247(7) D 2,350 T GRAT<sup>(2)</sup> Bv 11/23/2021 **S**(3) D \$175.1087(8) Class A Common Stock 750 1,600 GRAT<sup>(2)</sup> By S<sup>(3)</sup> $$176.678^{(9)}$ Class A Common Stock 11/23/2021 250 D 1,350 T GRAT<sup>(2)</sup> By Class A Common Stock 11/23/2021 **S**(3) 500 D \$178.2414(10) 850 I GRAT<sup>(2)</sup> Bv S<sup>(3)</sup> 700 D \$179.3186(11) Class A Common Stock 11/23/2021 150 T GRAT<sup>(2)</sup> Bv Class A Common Stock 11/23/2021 **S**(3) 150 D \$180.55(12) 0 GRAT<sup>(2)</sup> **C**<sup>(1)</sup> Class A Common Stock 15,000 \$0.00 190,391 11/23/2021 A D S<sup>(13)</sup> Class A Common Stock 11/23/2021 100 D \$168.81 190,291 D Class A Common Stock S<sup>(13)</sup> 11/23/2021 D 200 \$170.25 190,091 D S<sup>(13)</sup> Class A Common Stock 11/23/2021 703 D \$171.7334(14) 189,388 D S<sup>(13)</sup> Class A Common Stock 11/23/2021 824 D \$173.4719(15) 188,564 D S<sup>(13)</sup> Class A Common Stock 11/23/2021 3,526 D \$174.4334(16) 185,038 D Class A Common Stock 11/23/2021 S(13)2,787 D \$175.2991(17) 182,251 D S<sup>(13)</sup> Class A Common Stock 11/23/2021 593 D \$176.2724(18) 181,658 D S<sup>(13)</sup> \$177.4272(19) Class A Common Stock 11/23/2021 415 D 181,243 D S<sup>(13)</sup> 2,447 \$178.4122(20) Class A Common Stock 11/23/2021 D 178.796 D S<sup>(13)</sup> \$179.3445(21) Class A Common Stock 11/23/2021 2.705 D 176,091 D 11/23/2021 S<sup>(13)</sup> 175,391 Class A Common Stock 700 D \$180.7643(22) 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)	Table ned Deri Execution Date, if any (e.g. (Month/Day/Year)	Vativo Tranșa , <b>(Paluli (</b> 8)	tive Sec in Mese Acquansaction Denvative Second In Mese Acquants Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			i feଫ୍ୟୁଫ୍ୟଟ୍ଟୋଧ୍ୟଫ୍ୟ, ( Expiration Date <b>ବ୍ୟୟ୍ୟତମନ୍ଦ୍ର</b> /ହେମ୍ବେଟtibl		of Securities of Securities e এক কার্যান্ট্রিটিল Derivative Security (Instr. 3 and 4)		Whice 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)
											Amount or Number		(Instr. 4)		
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date.	Code Transa	y ction	5 <sub>A</sub> Numb Derivati	epot	Date Exercisable Expiration Da	Expiration isable and bate ite	7 Title and of Securiti	of Amount Shares es	8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect
Class B Common Stock	or Exercise Price of Derivative Security	(Month/Day/Year) 11/23/2021	if any (Month/Day/Year)	Code (		Securiti Acquire Dispose (D) (Inst	es d (1) or d 3,750	(Month/Day/Y		Class A Common	s d3,750	Security (Instruction \$0.00)	Securities Berginially Ow.226,147	Form: Direc* (D) or Incirect (I) (Instr. 4)	Beneficial Bymership GRAT <sup>(2)</sup>
Stock Option (Right to Buy)	\$1.55	11/23/2021		М		and 5)	15,000	(23)	09/06/2028	Class B Common Stock	15,000 Number	\$0.00	Transaction(s) (Ins.650,000	D	
Class B Common Stock	(1)	11/23/2021		Code	v	(A) -15,000	(D)	Exercisable (1)	Date (1)	Class A Common Stock	Shares -15,000	\$0.00	30,603	D	
Class B Common Stock	(1)	11/23/2021		С			15,000	(1)	(1)	Class A Common Stock	15,000	\$0.00	15,603	D	

### **Explanation of Responses:**

- 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
- 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 \$169.62 to \$170.59. 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 \$171.33 to \$172.12. 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 \$172.50 to \$173.18. 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.
- To Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$173.61 to \$174.57. 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 \$174.63 to \$175.5025. 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.
- 9. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$176.39 to \$177.23. 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.
- 10. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$177.84 to \$178.83. 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.
- 11. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$178.97 to \$179.79. 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.
- 12. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$179.97 to \$180.95. 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.
- 13. Shares sold pursuant to a 10b5-1 plan entered into on June 14, 2021.
- 14. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$171.32 to \$172.25. 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.
- 15. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$172.85 to \$173.81. 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.
- 16. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$173.90 to \$174.84. 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.
- 17. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$174.90 to \$175.73. 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.

  18. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$176.00 to \$176.92. 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.

  19. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$177.02 to \$178.00. The Reporting Person will provide upon request to the SEC, the Issuer or security holder of the
- 20. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$178.05 to \$178.05. The Reporting Person will provide upon request to the SEC, the Issuer or security holder of the
- 21. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$179.05 to \$179.87. The Reporting Person will provide upon request to the SEC, the Issuer or security holder of the
- 22. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$180.57 to \$180.97. 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.
- 23. Option vests as to 25% on September 6, 2019 and in equal monthly installments thereafter over three years.

# Remarks:

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

11/24/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

Issuer, full information regarding the number of shares sold at each separate price

\*\* 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.