FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

Washington, D.C. 20549

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11. Nature

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

620 8TH AVENUE, 45TH FLOOR

(First)

NY

(State)

3. Transaction

3A. Deemed

10018

(Zip)

Le-Quoc Alexis

C/O DATADOG, INC.

(Last)

(Street)

(City)

1. Title of 2.

NEW YORK

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol <u>Datadog</u>, <u>Inc.</u> [DDOG] Director 10% Owner Officer (give title Other (specify 1 below) below) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Chief Technology Officer 01/08/2025 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person

6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 10.

Table I - Non-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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	01/08/2025		C ⁽¹⁾		85,637	A	\$0.3067	410,415	D			
Class A Common Stock	01/08/2025		C ⁽¹⁾		30,780	A	\$0.9092	441,195	D			
Class A Common Stock	01/08/2025		C ⁽¹⁾		10,688	A	\$10.74	451,883	D			
Class A Common Stock	01/08/2025		S ⁽²⁾		25,280	D	\$139.8624(3)	426,603	D			
Class A Common Stock	01/08/2025		S ⁽²⁾		21,415	D	\$140.7454(4)	405,188	D			
Class A Common Stock	01/08/2025		S ⁽²⁾		80,410	D	\$141.7569(5)	324,778	D			
Class A Common Stock								99	I	By Trust ⁽⁶⁾		

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

5. Number of

Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)	action (Instr.	Securitie Acquired Disposed	re s I(A) or d of(D)	Expiration Date (Month/Day/Year)		Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
\$0.3067	01/08/2025		М			150,240	(7)	10/27/2025	Class B Common Stock	150,240	\$0	751,200	D	
(1)	01/08/2025		М		150,240		(1)	(1)	Class A Common Stock	150,240	\$0	2,138,662	D	
(1)	01/08/2025		С			85,637	(1)	(1)	Class A Common Stock	85,637	\$0	2,053,025	D	
\$0.9092	01/08/2025		М			54,000	(7)	10/25/2027	Class B Common Stock	54,000	\$0	486,000	D	
(1)	01/08/2025		М		54,000		(1)	(1)	Class A Common Stock	54,000	\$0	2,107,025	D	
(1)	01/08/2025		С			30,780	(1)	(1)	Class A Common Stock	30,780	\$0	2,076,245	D	
\$10.74	01/08/2025		М			18,750	(7)	07/19/2029	Class B Common Stock	18,750	\$0	618,750	D	
(1)	01/08/2025		М		18,750		(1)	(1)	Class A Common Stock	18,750	\$0	2,094,995	D	
(1)	01/08/2025		С			10,688	(1)	(1)	Class A Common Stock	10,688	\$0	2,084,307	D	
	or Exercise Price of Derivative Security \$0.3067 (1) (1) (1) (1) (1) (1) (1)	Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) \$0.3067 01/08/2025 (1) 01/08/2025 \$0.9092 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 \$10.74 01/08/2025 (1) 01/08/2025	Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) \$0.3067 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025 (1) 01/08/2025	Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transactor Code in any (Month/Day/	Conversion or Exercise Price of Derivative Security Late (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date in Amount of Date in Image (Month/Day/Year) Transaction Code (Instr. 8) \$0.3067 01/08/2025 M M Image (Month/Day/Year) M Image (Month/Day/Year) M Image (Instr. 8) Image (Instr. 8) <td> Conversion or Exercise Price of Derivative Security</td> <td>Conversion or Exercise Price of Derivative Security Late (Month/Day/Year) (Month/Day/Year) Execution Date, if Month/Day/Year) (Month/Day/Year) Transaction Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) \$0.3067 01/08/2025 M V (A) (D) (1) 01/08/2025 M 150,240 150,240 (1) 01/08/2025 C 85,637 \$0.9092 01/08/2025 M 54,000 (1) 01/08/2025 M 54,000 (1) 01/08/2025 C 30,780 \$10.74 01/08/2025 M 18,750 (1) 01/08/2025 M 18,750</td> <td> Concession or Exercise Characteristic of Exercise Characteristic of Derivative Security Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Expiration Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) </td> <td> Conversion of Exercise Price of Derivative Securities Price of Derivative Securities Price of Derivative Security Code U</td> <td>Conversion or Exercision Price of Exercision Potential Price of Exercision Price of Derivative Securities Price of Potential Price of Exercision Price of Potential Price of Exercision Price of Derivative Securities Price of Exercision Price of Derivative Securities Price of Exercision Price of Dinary Price of Potential Price of Exercision Price of Potential Price of Exercision Price of Potential Price of Potential Price of Potential Price of Potential Price of Exercision Price of Potential Price of Potential Price of Potential Price of Potential Price of Exercision Price of Potential Price</td> <td> Date privative Security Pr</td> <td> Date Price of Pr</td> <td> Conversion of Exercise Price of Price</td> <td>Conversion Price of Pri</td>	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security Late (Month/Day/Year) (Month/Day/Year) Execution Date, if Month/Day/Year) (Month/Day/Year) Transaction Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) \$0.3067 01/08/2025 M V (A) (D) (1) 01/08/2025 M 150,240 150,240 (1) 01/08/2025 C 85,637 \$0.9092 01/08/2025 M 54,000 (1) 01/08/2025 M 54,000 (1) 01/08/2025 C 30,780 \$10.74 01/08/2025 M 18,750 (1) 01/08/2025 M 18,750	Concession or Exercise Characteristic of Exercise Characteristic of Derivative Security Code (Instr. 8) Code (Instr. 8) Code (Instr. 8) Expiration Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Conversion of Exercise Price of Derivative Securities Price of Derivative Securities Price of Derivative Security Code U	Conversion or Exercision Price of Exercision Potential Price of Exercision Price of Derivative Securities Price of Potential Price of Exercision Price of Potential Price of Exercision Price of Derivative Securities Price of Exercision Price of Derivative Securities Price of Exercision Price of Dinary Price of Potential Price of Exercision Price of Potential Price of Exercision Price of Potential Price of Potential Price of Potential Price of Potential Price of Exercision Price of Potential Price of Potential Price of Potential Price of Potential Price of Exercision Price of Potential Price	Date privative Security Pr	Date Price of Pr	Conversion of Exercise Price of Price	Conversion Price of Pri

	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)		5. Numb Derivativ Securitie Acquired Disposed (Instr. 3,	re es d (A) or d of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	6,663,835		6,663,835	I	By Trust ⁽⁸⁾

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 sold pursuant to a 10b5-1 plan dated September 5, 2023.
- 3. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$139.30 to \$140.29. 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.
- 4. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$140.30 to \$141.29. 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 \$141.30 to \$142.24. 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. Shares are held by the Alexis Le-Quoc Revocable Trust.
- 7. Option is fully vested and exercisable
- 8. Shares are held by the Alexis Le-Quoc Revocable Trust

Remarks:

/s/ Kerry Acocella, Attorney-in-01/13/2025 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.