

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Agarwal Amit</u>  (Last) (First) (Middle) C/O DATADOG, INC. 620 8TH AVENUE, 45TH FLOOR  (Street) NEW YORK NY 10018  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Datadog, Inc. [ DDOG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Product Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/21/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)	2A. Deemed Execution Date, if any (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 Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		2,250	D	\$109.5431 <sup>(2)</sup>	0	I	By GRAT <sup>(3)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		2,200	D	\$101.357 <sup>(4)</sup>	149,597	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		38,329	D	\$102.3688 <sup>(6)</sup>	111,268	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		64,389	D	\$103.303 <sup>(7)</sup>	46,879	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		9,799	D	\$103.9977 <sup>(8)</sup>	37,080	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		11,872	D	\$105.4035 <sup>(9)</sup>	25,208	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		7,263	D	\$106.7884 <sup>(10)</sup>	17,945	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		7,045	D	\$107.8506 <sup>(11)</sup>	10,900	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		8,700	D	\$108.5958 <sup>(12)</sup>	2,200	I	By GRAT <sup>(5)</sup>
Class A Common Stock	10/21/2020		s <sup>(1)</sup>		2,200	D	\$109.5877 <sup>(13)</sup>	0	I	By GRAT <sup>(5)</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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					

Explanation of Responses:

- Shares sold pursuant to a 10b5-1 plan entered into on December 13, 2019.
- Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$109.15 to \$109.90. 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.
- Shares are held directly by Amit Agarwal 2019 GRAT, of which the Reporting Person is Trustee.
- Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$100.73 to \$101.72. 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.
- Shares are held directly by Amit Agarwal 2018 GRAT, of which the Reporting Person is Trustee.
- Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$101.78 to \$102.77. 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 \$102.78 to \$103.77. 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 \$103.78 to \$104.5975. 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 \$105.10 to \$105.94. 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 \$106.15 to \$107.14. 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 \$107.18 to \$108.17. 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 \$108.18 to \$109.15. 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.
13. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$109.20 to \$110.05. 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:**

Part 2 of 2. Reporting Person is reporting on two separate Form 4 filings as the aggregate number of line items exceeds the maximum number that can be included in one report.

Amit Agarwal, by /s/ Ron A. Metzger, Attorney-in-Fact      10/23/2020

\*\* 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.**