SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

| OMB Number: | 3235-0287 |
|---------------------|-----------|
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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(b). |
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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

| 1. Name and Address of Reporting Person [*] MERRIMAN DWIGHT A | | | | 2. Issuer Name and Ticker or Trading Symbol <u>MongoDB, Inc.</u> [MDB] | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | |
|---|--|--|---|---|------|----------|--|------------|----------------------------------|-----------------------------|--|---|--------------------------|--|
| (Last) | (First) | (Mid | | 3. Date of Earliest Transaction (Month/Day/Year) 11/07/2023 | | | | | | | Director Officer (give below) | title C | Dther (specify below) | |
| C/O MONGOE 1633 BROADV | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | | | |
| (Street) NEW YORK | 19 | | | | | | | | Form filed by Person | y More than On | e Reporting | | | |
| (City) | K NY 10019 (State) (Zip) Rule 10b5-1(c) Transaction Indication X Check this box to indicate that a transaction was made purs satisfy the affirmative defense conditions of Rule 10b5-1(c). | | | | | | | | a contra tructior | act, instruction o 10. | or written plan tha | t is intended to | | |
| | Tal | Non-Derivati | ive Securities | Acqui | red, | Disposed | l of, o | r Benefici | ially | Owned | | | | |
| Date | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 5) | | | Sec Ben Owr Foll Rep | owing orted | 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 | | isaction(s) tr. 3 and 4) | | | | |

| | (Month/Day/Year) | if any (Month/Day/Year) | Code (Instr. | | 5) | ווא (D) (Ins | str. 3, 4 and | Beneficially Owned Following | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
|----------------------|-----------------------|----------------------------|-------------------------|-----|---------|---------------|------------------------|--|--------------------------------------|--|--|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | | |
| Class A Common Stock | 11/07/2023 | | S ⁽¹⁾ | | 1,800 | D | \$365.2(2) | 1,189,359 | D | | |
| Class A Common Stock | 11/07/2023 | | S ⁽¹⁾ | | 200 | D | \$366.2 ⁽³⁾ | 1,189,159 | D | | |
| Class A Common Stock | | | | | | | | 533,896 | I | By Trust ⁽⁴⁾ | |
| Class A Common Stock | | | | | | | | 95,000 | I | Dwight A. Merriman Charitable Foundation ⁽⁵⁾ | |
| | Table II - Derivative | Securities A | cauira | d D | icnocod | of or | Bonoficial | Ily Owned | | | |

| | 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) | | of Expiration | | Expiration Da | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 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 | | | | |

Explanation of Responses:

1. The transactions were pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

2. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$365.00 to \$365.56, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

3. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$366.02 to \$366.37, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

4. These shares are held by The Dwight A. Merriman 2012 Trust for the benefit of the Reporting Person's children.

5. The Dwight A. Merriman Charitable Foundation is a Delaware nonstock nonprofit corporation. The Reporting Person is deemed to have voting and investment power over the shares of MongoDB, Inc. Class A Common Stock held by the Dwight A. Merriman Charitable Foundation, but has no pecuniary interest in these shares.

Remarks:



** 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.