SEC Form 4

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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 OMB APPROVAL
OMB Number: 3235-0287
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1. Name and Addres BOTHA ROE	s of Reporting Person	*	2. Issuer Name and Ticker or Trading Symbol <u>MongoDB, Inc.</u> [MDB]		tionship of Reporting Per all applicable)	rson(s) to Issuer
				X	Director	10% Owner
(Last) C/O SEQUOIA ((Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2019		Officer (give title below)	Other (specify below)
2800 SAND HIL	L ROAD SUITE 1		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filin	g (Check Applicable
(Street)				X	Form filed by One Rep	oorting Person
MENLO PARK	CA	94025			Form filed by More tha Person	n One Reporting
(City)	(State)	(Zip)				

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)		4. Securities / Disposed Of (Acquired D) (Instr.	(A) or 3, 4 and 5)	Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Class A Common Stock	06/20/2019		С		846,821	A	\$0.00	846,821	I	By Sequoia Capital U.S. Growth Fund IV, L.P. ⁽¹⁾	
Class A Common Stock	06/20/2019		С		37,310	A	\$0.00	37,310	I	By Sequoia Capital USGF Principal Fund IV, L.P. ⁽¹⁾	
Class A Common Stock	06/20/2019		С		744,271	A	\$0.00	744,271	I	By Sequoia Capital U.S. Venture 2010 Fund, LP ⁽²⁾	
Class A Common Stock	06/20/2019		С		81,790	A	\$0.00	81,790	I	By Sequoia Capital U.S. Venture 2010 Partners Fund (Q) LP ⁽²⁾	
Class A Common Stock	06/20/2019		С		16,514	A	\$0.00	16,514	I	By Sequoia Capital U.S. Venture 2010 Partners Fund, LP ⁽²⁾	

		Та	ble I - No	n-Dei	rivativ	/e So	ecur	ities Ac	quired,	, Dis	posed c	of, o	r Ber	neficially	Owned				
1. Title of Security (Instr. 3)				Date	nsactio h/Day/Y		Execu if any	eemed ition Date, h/Day/Yeai	3. Transa Code (8)	action (Instr.	4. Securit Disposed	ties A I Of (E	Acquirec D) (Instr	d (A) or r. 3, 4 and 5)	Beneficia Owned Fo	s Ily ollowing	6. Own Form: (D) or I (I) (Insi	Direct Indirect	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount		(A) or (D)	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)
Class A Common Stock				06/	20/201	19			J ⁽³⁾	J ⁽³⁾		21	1 D \$(()		I	By Sequoia Capital U.S. Growth Fund IV, L.P. ⁽¹⁾
Class A Common Stock				06/	20/201	19			J ⁽³⁾	J(3)		37,310		\$0.00	(0		I	By Sequoia Capital USGF Principals Fund IV, L.P. ⁽¹⁾
Class A Common Stock				06/	20/201	19			J(3)		744,27	71	D	\$0.00	()		I	By Sequoia Capital U.S. Venture 2010 Fund, LP ⁽²⁾
Class A Common Stock				06/	6/20/2019						81,79	0	D \$0.00		0			I	By Sequoia Capital U.S. Venture 2010 Partners Fund (Q), LP ⁽²⁾
Class A Common Stock				06/20/2019					J(3)	(3) 16,51		4	4 D \$0.00		0			I	By Sequoia Capital U.S. Venture 2010 Partners Fund, LP ⁽²⁾
Class A C	Common St	ock		06/	06/20/2019						58,919		A	\$0.00	177,141				By estate planning vehicle
Class A C	Common St	ock													3,69)3 ⁽⁵⁾		D	
			Table II -												Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	Date, Transaction Code (Instr.		ction	5. Number of Derivative				ate Exercisable and ration Date				8. Price of Derivative deriva Security Securi (Instr. 5) Benefi Ownec Follow Report		ve es ally Ig d	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title		Amount or Number of Shares		Transact (Instr. 4)			
Class B Common Stock	(6)	06/20/2019			С			846,821	(6)		(6)	Con	ass A nmon tock	846,821	\$0.00	846,8	319	Ι	By Sequoi Capital U.S. Growth Fund IV, L.P. ⁽¹⁾
Class B Common Stock	(6)	06/20/2019			С			37,310	(6)		(6)	Con	ass A nmon tock	37,310	\$0.00	37,3	10	I	By Sequoi Capital USGF Principals Fund IV, L.P. ⁽¹⁾

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)	ate Execution Date, Transaction Derivative Expiration Date of Securitie		ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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	Amount or Number of Shares			Transaction(s) (Instr. 4)		
Class B Common Stock	(6)	06/20/2019		С			744,271	(6)	(6)	Class A Common Stock	744,271	\$0.00	744,272	I	By Sequoia Capital U.S. Venture 2010 Fund, LP ⁽²⁾
Class B Common Stock	(6)	06/20/2019		С			81,790	(6)	(6)	Class A Common Stock	81,790	\$0.00	81,788	I	By Sequoia Capital U.S. Venture 2010 Partners Fund (Q), LP ⁽²⁾
Class B Common Stock	(6)	06/20/2019		С			16,514	(6)	(6)	Class A Common Stock	16,514	\$0.00	16,515	I	By Sequoia Capital U.S. Venture 2010 Partners Fund, LP ⁽²⁾

Explanation of Responses:

1. SC US (TTGP), Ltd. is the general partner of SCGF IV Management, L.P., which is the general partner of Sequoia Capital U.S. Growth Fund IV, L.P. and Sequoia Capital USGF Principals Fund IV, L.P., or collectively, the SC GFIV Funds. The Reporting Person is a Director of SC US (TTGP), Ltd. The Reporting Person disclaims beneficial ownership of the securities held by the SC GFIV Funds except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

2. SC US (TTGP), Ltd. is the sole general partner of SC U.S. Venture 2010 Management, L.P., which is the sole general partner of each of Sequoia Capital U.S. Venture 2010 Fund, LP, Sequoia Capital U.S. Venture 2010 Partners Fund (Q), LP, or collectively, the Venture 2010 Funds. The Reporting Person is a Director of SC US (TTGP), Ltd. The Reporting Person disclaims beneficial ownership of the securities held by the Venture 2010 Funds except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

3. Represents a distribution of Class A Common Stock of the Issuer to partners or members and includes subsequent distributions by general partners or managing members to their respective partners or members. 4. Represents the receipt of shares of Class A Common Stock of the Issuer by virtue of the pro rata in-kind distributions described in footnote (3) above.

5. Represents (i) 560 shares of fully vested Class A Common Stock of the Issuer issued in lieu of \$29,515.07 in cash compensation pursuant to the Issuer's non-employee director compensation policy. Each restricted stock unit acquired pursuant to the Issuer's non-employee director compensation policy. Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock of the Issuer and has no expiration date. The shares underlying the restricted stock unit award shall vest in full on the first anniversary of the grant date, subject to the Reporting Person providing continuous service to the Issuer on such date.

6. Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

Remarks:

<u>/s/ Jung Yeon Son, Attorney-In-</u> <u>6/24/2019</u>

** 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.