SEC Form 4

FORM 4

JNITED STATES SECU	RITIES	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 Estimated average burder hours per response: 0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>MongoDB, Inc.</u> [MDB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Bull Thoma	<u>as</u>				Director	10% Owner						
				x	Officer (give title below)	Other (specify below)						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,						
C/O MONGO	DB, INC.		09/16/2019		Principal Accoun	ting Officer						
1633 BROADWAY, 38TH FLOOR												
· · · · · · · · · · · · · · · · · · ·			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable							
(Street)						n time Demonstra						
NEW YORK	NEW YORK NY 10019			X	Form filed by One Reporting Person							
					Form filed by More that Person	an One Reporting						
(City)	(State)	(Zip)										

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1- Non-Derivative Securities Acquired, Disposed of, of Derivitiany 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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	09/16/2019		C ⁽¹⁾⁽²⁾		5,000	A	\$0 ⁽²⁾	17,720	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		100	D	\$120.63	17,620	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		100	D	\$122.12	17,520	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		200	D	\$124.8 ⁽³⁾	17,320	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		400	D	\$126.83 ⁽⁴⁾	16,920	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		960	D	\$127.91 ⁽⁵⁾	15,960	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		502	D	\$129.05(6)	15,458	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		1,000	D	\$130.19 ⁽⁷⁾	14,458	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		1,700	D	\$131.46 ⁽⁸⁾	12,758	D	
Class A Common Stock	09/16/2019		S ⁽¹⁾		38	D	\$132.02	12,720	D	

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

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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. Transad Code (I 8)		Derivative		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)	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		(Instr. 4)		
Employee Stock Option (Right to Buy)	\$ 6.5	09/16/2019		M ⁽¹⁾			5,000	(9)	09/11/2023	Class B Common Stock	5,000	\$0	13,885	D	
Class B Common Stock	\$0.0 ⁽²⁾	09/16/2019		M ⁽¹⁾		5,000		(2)	(2)	Class A Common Stock	5,000	\$0	5,000	D	
Class B Common Stock	\$0.0 ⁽²⁾	09/16/2019		C ⁽¹⁾⁽²⁾			5,000	(2)	(2)	Class A Common Stock	5,000	\$0	0	D	

Explanation of Responses:

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

2. 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. The Class B Common Stock will convert automatically into Class A Common Stock on the same basis upon the earlier of: (i) any transfer, whether or not for value, except for certain "Permitted Transfers" as defined in the Issuer's restated certificate of incorporation, and (ii) at such time as the outstanding shares of Class B common stock represent less than 10% of the aggregate number of shares of the Issuer's capital stock outstanding.

3. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$124.54 to \$125.06, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer 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. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$126.39 to \$127.25, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer 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.

5. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$127.47 to \$128.35, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer 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.

6. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$128.60 to \$129.27, inclusive. The reporting person undertakes to provide to the Issuer,

any security holder of the Issuer 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

7. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$129.94 to \$130.73, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer 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.

8. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$130.98 to \$131.97, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer 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.

9. Immediately exercisable and fully vested.

Remarks:

/s/ Andrew Stephens, Attorney-09/18/2019 in-Fact

** 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.