SEC Form 4	
------------	--

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 

Sectio obligat	this box if no lo n 16. Form 4 or tions may conti tion 1(b).	nger subject to Form 5 nue. <i>See</i>	to STATEMENT OF CHANGES IN DENEFICIAL OWNERSHIP												3235-0287 0.5			
1. Name and Address of Reporting Person <sup>*</sup> Horowitz Eliot					2. Issuer Name and Ticker or Trading Symbol 5. F MongoDB, Inc. [MDB]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) C/O MONGODB, INC. 1633 BROADWAY, 38TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year)     X     Officer (give title below)     Other (spectbelow)       06/15/2020     Chief Technology Officer										becify		
(Street) NEW Y	ORK I	ΊY	10019										ndividual or Joint/Group Filing (Check Applicable L X Form filed by One Reporting Person Form filed by More than One Reporting Pers					
(City)	(:	State)	(Zip)														J	
			Table I - No					•	d, Di	•			1					
1. Title of Security (Instr. 3)			I	2. Transact Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or I Of (D) (Instr. 3, 4 and 5)		) or Disposed	Securities Beneficially Own Following		6. Owners Form: Dir (D) or Ind (I) (Instr.	Direct In ndirect B r.4) O	7. Nature of ndirect Beneficial Dwnership	
									v	Amount (A) or (D)		Price	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>			0	Instr. 4)	
Class A (	Common St	ock		06/11/2020				J <sup>(1)</sup>	v	1,229,663	A	<b>\$0</b> <sup>(1)</sup>	1,335	285		D		
Class A (	Common St	ock		06/15/2	2020			<b>S</b> <sup>(2)</sup>		5,600	D	<b>\$</b> 189.38 <sup>(3)</sup> 1,32		9,685		D		
	Common St			06/15/2		S <sup>(2)</sup>			1,147	D	<b>\$190.18</b> <sup>(4)</sup>	1,328,538		38 D				
<u> </u>	Common St			06/15/2				S <sup>(2)</sup>		2,153	D	\$191.31 <sup>(5)</sup>	1,326	· · · · ·		D		
<u> </u>	Common St			06/15/2				S <sup>(2)</sup>		1,900	D	\$192.3 <sup>(6)</sup>		24,485		D D		
<u> </u>	Class A Common Stock			06/15/2				S <sup>(2)</sup>		7,600	D D	\$193.28 <sup>(7)</sup> \$194.03 <sup>(8)</sup>						
Class A Common Stock				06/11/2				J <sup>(1)</sup>	v	302,500	A	\$0 <sup>(1)</sup>					Зу	
Class A Common Stock			00/11/2	.020			J		502,500							Frust <sup>(9)</sup>		
Class A Common Stock			06/15/2	2020			S <sup>(2)</sup>		3,122	D	<b>\$</b> 189.29 <sup>(10)</sup> 299,3		378			3y Frust <sup>(9)</sup>		
Class A Common Stock			06/15/2	2020			S <sup>(2)</sup>		718	D	\$190.67(11)	7(11) 298,660		<sup>1</sup> Т		By Frust <sup>(9)</sup>		
Class A Common Stock			06/15/2	2020	0		S <sup>(2)</sup>		3,360	D	<b>\$191.4</b> <sup>(12)</sup>	295,300				By Frust <sup>(9)</sup>		
Class A Common Stock			06/15/2	2020			S <sup>(2)</sup>		300	D	\$192.21 <sup>(13)</sup>	295,0	000		I	By Frust <sup>(9)</sup>		
			Table II -	Deriva (e.g., p	tive S outs,	Securiti calls, w	ies Acqu varrants	uired , opti	, Disp ions,	oosed of, o convertibl	or Benef e securi	icially Ow ities)	ned					
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution I Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date if any (Month/Day/Yea	4. Transactio Code (Ins								d Amount of Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin	ve es ally ig	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exer	cisable	Expiration Date	Title	Amount or Number of Shares		Reported Transact (Instr. 4)	tion(s)			
Class B Common Stock	(1)	06/11/2020		J <sup>(1)</sup>	v		1,229,663		(1)	(1)	Class A Common Stock	1,229,663	(1)	0		D		
Class B Common Stock	(1)	06/11/2020		J <sup>(1)</sup>	v		302,500		(1)	(1)	Class A Common Stock	302,500	(1)	0		Ι	By Trust <sup>(9)</sup>	
Employee Stock Option (Right to Buy)	\$5.72	06/11/2020		J <sup>(14)</sup>	v		225,000		(15)	03/07/2023	Class B Common Stock	225,000	\$0	0		D		
Employee Stock Option (Right to Buy)	\$5.72	06/11/2020		J <sup>(14)</sup>	v	225,000			(15)	03/07/2023	Class A Common Stock	225,000	\$0	225,0	000	D		
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J <sup>(14)</sup>	v		100,000		(15)	04/22/2025	Class B Common Stock	100,000	\$0	0		D		
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J <sup>(14)</sup>	v	100,000			(15)	04/22/2025	Class A Common Stock	100,000	100,000 \$0		000 D			

	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 Exerc Expiration Da (Month/Day/Y	ate	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	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		Transaction(s) (Instr. 4)		
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J <sup>(14)</sup>	v		200,000	(16)	04/13/2026	Class B Common Stock	200,000	\$0	0	D	
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J <sup>(14)</sup>	v	200,000		(16)	04/13/2026	Class A Common Stock	200,000	\$0	200,000	D	

## Explanation of Responses:

1. This does not represent an acquisition or disposition. It represents the automatic conversion on June 11, 2020 of each share of the Issuer's Class B Common Stock into one share the Issuer's Class A Common Stock, which occurred when the outstanding Class B Common Stock represented less than 10% of the aggregate number of shares of the Issuer's then outstanding Class A Common Stock and Class B Common Stock, as set forth in the Issuer's amended and restated certificate of incorporation.

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

The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$188.70 to \$189.67, 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.
 The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$190.77 to \$191.70, 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.
 The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$190.77 to \$191.70, 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.
 The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$191.80 to \$192.67, 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.
 The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$192.87 to \$193.75, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer

10. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$188.70 to \$189.53, 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. 11. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$189.97 to \$190.93, 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. 12. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$191.01 to \$191.86, 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. 13. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$192.19 to \$192.24, 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. 13. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$192.19 to \$192.24, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities Exchange

15. Immediately exercisable and fully vested.

16. All shares underlying this option are immediately exercisable, subject to a repurchase right in the Issuer's favor which lapses in accordance with the option's vesting schedule. 158,320 shares are vested. The remaining 41,680 shares shall vest in 10 equal monthly installments beginning on July 13, 2020, subject to the Reporting Person providing continuous service to the Issuer on each such date.

Remarks:

<u>/s/ Sophie Hubscher, Attorney-in-</u> Fact <u>06/17/2020</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.