SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b). Filed			Filed pursuant to Section 16(a) of the Securities Exchange Act of 3						
	-		or Section 30(h) of the Investment Company Act of 1940						
1. Name and Address of Reporting Person* McMahon John Dennis			2. Issuer Name and Ticker or Trading Symbol MongoDB, Inc. [MDB]	5. Relationship of (Check all applica	Reporting Person(s) to Issuer ble)				
<u>INICIVIATION J</u>	OIIII Dellillis	<u>1</u>	<u> </u>	X Director		10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (g below)	give title	Other (specify below)			
C/O MONGO	DB, INC.		07/10/2020						
1633 BROADWAY, 38TH FLOOR		LOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	6 Individual or Jo	6. Individual or Joint/Group Filing (Check Applicable				
				Line)	int Group i ii	ing (encour, ppiloasie			
(Street)				X Form file	d by One Re	porting Person			
NEW YORK	NY	10019		Form file Person	d by More th	an 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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	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	07/10/2020		A		149(1)	Α	\$202.02	40,770	D	
Class A Common Stock	07/10/2020		A		891 ⁽²⁾	Α	\$ <mark>0</mark>	41,661	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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number of Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Amount of Securities		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. Represents fully vested shares issued to the Reporting Person who elected to receive stock in lieu of cash for services as a director under the Issuer's non-employee director compensation policy. The number of shares was calculated based on the 60-day volume-weighted average share price on the date of issuance and the amount of fees owed to the Reporting Person.

2. Represents restricted stock units issued to the Reporting Person pursuant to the annual equity grant under 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 earlier of (i) the first anniversary of the grant date and (ii) the date of the Issuer's 2021 annual stockholders' meeting, subject to the Reporting Person providing continuous service to the Issuer through such date. **Remarks:**

<u>/s/ Sophie Hubscher,</u> Attorney-in-Fact

07/14/2020

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See