SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

			or Section 30(h) of the Investment Company Act of 1940						
1. Name and Address of Reporting Person [*] Hazard Charles M Jr (Last) (First) (Middle) C/O FLYBRIDGE CAPITAL PARTNERS 31 ST. JAMES AVENUE, 6TH FLOOR		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)				
			<u></u>	X	Director	10% Owner			
		PARTNERS	3. Date of Earliest Transaction (Month/Day/Year) 06/29/2021		Officer (give title below)	Other (specify below)			
		TH FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				X	Form filed by One Re	porting Person			
BOSTON	MA	02116			Form filed by More th Person	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)	Code (Instr.		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	06/18/2021		G	v	3,500	D	\$0	68,226	D	
Class A Common Stock	06/29/2021		A		629 ⁽¹⁾	A	\$0	68,855	D	
Class A Common Stock	06/29/2021		A		161 ⁽²⁾	A	\$309.81	69,016	D	
Class A Common Stock								19,845	I	By Trust ⁽³⁾

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)	erivative (Month/Day/Year) ecurities courited () or (D) str. 3, 4		Deriva	int of rities rlying ative rity (Instr.	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 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 2022 annual stockholders' meeting, subject to the Reporting Person providing continuous service to the Issuer through such date.

2. 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.

3. These shares are held by The Narragansett Bay Children's Trust (the "Trust"). The Reporting Person is the Trustee of the Trust and, as such, has the power to vote and dispose of the shares held by the Trust. The Reporting Person disclaims beneficial ownership of the shares owned by the Trust except to the extent of his pecuniary interest therein and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Remarks:

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

07/01/2021

** 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 Instruction 1(b).