SEC Form 4

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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

| 1. Name and Address of Reporting Person* <br> Gordon Michael Lawrence <br><br> (Last)　　(First)　　(Middle) <br> C/O MONGODB, INC. <br> 1633 BROADWAY, 38TH FLOOR <br> (Street) <br> NEW YORK　　NY　　10019 <br> (City)　　(State)　　(Zip) | 2. Issuer Name **and** Ticker or Trading Symbol <br> MongoDB, Inc. [ MDB ] <br><br> 3. Date of Earliest Transaction (Month/Day/Year) <br> 09/02/2021 <br><br> 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <br> 　　Director　　　　　10% Owner <br> X　Officer (give title below)　　Other (specify below) <br> COO and CFO <br><br> 6. Individual or Joint/Group Filing (Check Applicable Line) <br> X　Form filed by One Reporting Person <br> 　　Form filed by More than One Reporting Person |
|---|---|---|

**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. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 09/02/2021 | | M[1] | | 20,000 | A | $6.5 | 125,883 | D | |
| Class A Common Stock | 09/02/2021 | | S[1] | | 17,107 | D | $402.87[2] | 108,776 | D | |
| Class A Common Stock | 09/02/2021 | | S[1] | | 2,893 | D | $403.75[3] | 105,883 | D | |
| Class A Common Stock | | | | | | | | 1,000 | I | By spouse |
| Class A Common Stock | | | | | | | | 1,000 | I | By child 1 |
| Class A Common Stock | | | | | | | | 1,000 | I | By child 2 |
| Class A Common Stock | | | | | | | | 1,000 | I | By child 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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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) (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 | | | | |
| Employee Stock Option (Right to Buy) | $6.5 | 09/02/2021 | | M[1] | | | 20,000 | [4] | 07/15/2025 | Class A Common Stock | 20,000 | $0 | 38,859 | D | |

**Explanation of Responses:**

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

2. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from $402.38 to $403.31, 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.

3. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from $403.41 to $404.10, 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. Immediately exercisable and fully vested.

**Remarks:**

| /s/ Sophie Hubscher, Attorney-in-Fact | 09/07/2021 |
|---|---|
| ** 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.