SEC Form 4	
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FORM 4

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

OMB APPROVAL

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OMB Number:	3235-0287
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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

						or Se	ection 30(h	i) of the I	nvestm	ent Co	ompany Act of	1940								
1. Name and Address of Reporting Person* Gordon Michael Lawrence						2. Issuer Name and Ticker or Trading Symbol <u>MongoDB, Inc.</u> [MDB]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (rive title						
(Last) (First) (Middle) C/O MONGODB, INC. 1633 BROADWAY, 38TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 07/02/2020								X Officer (give title Other (specify below) below) COO and CFO							
(Street) NEW YO	ORK N	īΥ	10019				4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(5	State)	(Zip)																	
1. Title of Security (Instr. 3)			2. Transa Date	Transaction		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transa Code (1 8)	ction	4. Securities Disposed Of	A) or	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)				
						(Amount	(A) or (D)						Price			
Class A Common Stock			07/02	07/02/2020				S ⁽¹⁾		4,893	D	\$222.85	113,	739	739 D					
Class A Common Stock			07/02/2020		20			S ⁽¹⁾		105	D	\$224.29 ⁽²) 113,	634		D				
Class A Common Stock													1,0	1,000			By spouse			
Class A Common Stock													1,000		I		By child 1			
Class A Common Stock														1,0	1,000			By child 2		
Class A Common Stock													1,0	1,000			By child 3			
			Table II								oosed of, c convertibl			wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution D if any (Month/Day/	ate, Tra	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exe Expiration I (Month/Day				ties 1g e Security	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici Owned Followin	ve es ially ng	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficia Ownershi (Instr. 4)		
				Co	de V	v	(A)	(D)	Date	cisable	Expiration Date	Title	Amount or Number of Shares]	Reported Transact (Instr. 4)	tion(s)				
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J (:	3)	v	V 200,000		(4)		04/13/2026	Class B Common Stock	200,000	\$0	0		D			
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		J	3)	v	200,000		(4)		04/13/2026 Class A Common Stock 20		200,000	\$0	\$0 200,0		D			
Employee Stock Option (Right to Buy)	\$6.5	06/11/2020		JC	3)	v		198,859	((5)	07/15/2025	Class B Common Stock	198,859	\$0	0		D			

Explanation of Responses:

\$6.5

06/11/2020

J⁽³⁾ V

198,859

1. The transaction reported represents the sale of shares of Class A common stock to satisfy the Reporting Person's tax withholding obligations in connection with the non-reportable vesting and settlement of restricted stock units.

(5)

The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$224.21 to \$224.67, 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.
 This does not represent an acquisition or a disposition. On June 11, 2020, each share of the Issuer's Class B common stock automatically converted 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. Upon the conversion, any outstanding options that were denominated in shares of Class B common stock and issued under any of the Company's equity incentive plans, remained unchanged, except that they now represent the right to receive shares of Class A common stock.

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. 113,189 shares are vested. The remaining 86,811 shares shall vest in 10 substantially equal monthly installments beginning on July 13, 2020, subject to the Reporting Person providing continuous service to the Issuer on each such date.
 Immediately exercisable and fully vested.

Remarks:

Employee Stock

Option

(Right to Buy)

Exhibit 24 - Power of Attorney

Class A

Common Stock 198,859

\$<mark>0</mark>

198,859

D

07/15/2025

** 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.

(For Executing Form ID and Forms 3, 4 and 5)

Know all by these presents, that the undersigned hereby constitutes and appoints each of Andrew Stephens and Sophie Hubscher of MongoDB, Inc. (the "Company") and Nicole Brookshire and Alison Haggerty of Cooley LLP with full power of substitution, signing individually, the undersigned's true and lawful attorneys-in fact and agents to:

(1) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the Securities and Exchange Commission (the "SEC") Form ID and Forms 3, 4 and 5 (including amendments thereto and joint filing agreements in connection therewith) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules thereunder in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of the Company;

(2) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to prepare and execute any such Form ID and Forms 3, 4 or 5 (including amendments thereto and joint filing agreements in connection therewith) and timely file such forms with the SEC and any stock exchange, self-regulatory association or any similar authority; and

(3) Take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of the undersigned, it being understood that the documents executed by the attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as the attorney-in-fact may approve in the attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, and their substitutes, in serving in such capacity at the request of the undersigned, are not assuming (nor is the Company assuming) any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company, or any of its subsidiaries, or Cooley LLP, as applicable.

 $% \ensuremath{\mathsf{IN}}$ IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

Date: April 16, 2020

By: /s/ Michael Lawrence Gordon Michael Lawrence Gordon