## SEC Form 4

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 OMB APPROVAL
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1. Name and Addr Horowitz El		Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MongoDB, Inc.</u> [ MDB ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owne				
(Last) C/O MONGOI	(First) DB, INC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2019	- x	Officer (give title below) Chief Technolo	Other (specify below) gy Officer			
1633 BROAD	WAY, 38TH FI	LOOR		_					
(Street) NEW YORK	NY	10019	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Filir Form filed by One Re Form filed by More th Person	porting Person			
(City)	(State)	(Zip)							

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (I 8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)	
Class A Common Stock	05/01/2019		C <sup>(1)(2)</sup>		6,900	A	<b>\$0</b> <sup>(1)</sup>	117,504	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		2,500	D	\$135.21 <sup>(3)</sup>	115,004	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		1,150	D	<b>\$137.05</b> <sup>(4)</sup>	113,854	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		1,000	D	\$137.95(5)	112,854	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		400	D	\$139.54(6)	112,454	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		100	D	\$140.25	112,354	D		
Class A Common Stock	05/01/2019		<b>S</b> <sup>(2)</sup>		1,750	D	\$141.28(7)	110,604	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. Transac Code (li 8)				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 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				
Class B Common Stock	(1)	05/01/2019		C <sup>(1)(2)</sup>			6,900	(1)	(1)	Class A Common Stock	6,900	(1)	1,424,163	D	
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	362,500		362,500	I	By Trust <sup>(8)</sup>

### Explanation of Responses:

1. Each share of Class B Common Stock is convertible at any time at the option of the reporting person into one share of Class A Common Stock and has no expiration date. The Class B Common Stock will convert automatically into Class A Common Stock on the same basis upon the earlier of: (i) any transfer, whether or not for value, except for certain "Permitted Transfers" as defined in the Issuer's restated certificate of incorporation, and (ii) at such time as the outstanding shares of Class B common stock represent less than 10% of the aggregate number of shares of the Issuer's capital stock outstanding.

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

3. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$134.75 to \$135.50, 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. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$136.21 to \$137.19, 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.

5. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$137.56 to \$138.51, 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.

6. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$139.07 to \$140.01, 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.

7. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$141.25 to \$141.28, 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.

8. These shares are held by The ERH Family 2012 Trust for the benefit of the reporting person's children. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not 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/ Sarah Ward, Attorney-in-</u>

Fact

\*\* Signature of Reporting Person Date

<u>05/02/2019</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.