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

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

| | | · | 2. Issuer Name and Ticker or Trading Symbol <u>MongoDB</u> , <u>Inc.</u> [MDB] | | tionship of Reporting Po all applicable) Director | erson(s) to Issuer 10% Owner |
|------------|---------------------------------------|----------|--|-------------------|---|---------------------------------|
| | · · · · · · · · · · · · · · · · · · · | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/01/2022 | | Officer (give title below) | Other (specify below) |
| 1633 BROAD | ONGODB, INC. ROADWAY, 38TH FLOOR | LOOR | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Fili | ng (Check Applicable |
| (Street) | | | | X | Form filed by One Re | porting Person |
| NEW YORK | NY | 10019 | | | 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) | 3. Transa Code (8) | | | | d (A) or r. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership 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 | 04/01/2022 | | S ⁽¹⁾ | | 407 | D | \$ 442.88 ⁽²⁾ | 553,489 | I | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 100 | D | \$443.54 | 553,389 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 200 | D | \$446.56 | 553,189 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 400 | D | \$ 448.68 ⁽⁴⁾ | 552,789 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 300 | D | \$451.29(5) | 552,489 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 400 | D | \$452.73(6) | 552,089 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 400 | D | \$458.28(7) | 551,689 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 450 | D | \$459.5 ⁽⁸⁾ | 551,239 | Ι | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 200 | D | \$461.21 ⁽⁹⁾ | 551,039 | I | By Trust ⁽³⁾ |
| Class A Common Stock | 04/01/2022 | | S ⁽¹⁾ | | 143 | D | \$463.63(10) | 550,896 | Ι | By Trust ⁽³⁾ |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | (* 57)** | F,,,, | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|--|---------------------------|--|--------------------|-------|---|---|--|--|--|
| 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) o Dispe of (D | r osed) r. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | ate | Deriv | unt 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. 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 \$442.33 to \$443.06, 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. These shares are held by The Dwight A. Merriman 2012 Trust for the benefit of the Reporting Person's children

4. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$448.22 to \$449.18, 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 \$450.99 to \$451.44, 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 \$452.37 to \$453.04, 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 \$458.00 to \$458.99, 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. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$459.20 to \$459.81, 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.

9. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$460.85 to \$461.56, 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.

10. The price reported is a weighted average sales price. The shares were sold in multiple transactions at prices ranging from \$463.38 to \$463.74, 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.

Remarks:

This is 2 of 2 filings comprising a single filing due to line limitations.

/s/ Paul Johnston, Attorney-in-04/05/2022

Fact

** 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.