

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Address of Reporting Person * <u>THOMA BRAVO UGP, LLC</u> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>150 N. RIVERSIDE PLAZA, SUITE 2800</u> (Street) <u>CHICAGO IL 60606</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Dynatrace, Inc. [DT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/10/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/10/2023		S		14,773,500	D	\$45.15	69,524,770 ⁽¹⁾	I ⁽²⁾	See footnote ⁽²⁾

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)		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)					

1. Name and Address of Reporting Person * <u>THOMA BRAVO UGP, LLC</u> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>150 N. RIVERSIDE PLAZA, SUITE 2800</u> (Street) <u>CHICAGO IL 60606</u> (City) (State) (Zip)

1. Name and Address of Reporting Person * <u>THOMA BRAVO PARTNERS X, L.P.</u> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>150 NORTH RIVERSIDE PLAZA, SUITE 2800</u> (Street) <u>CHICAGO IL 60606</u> (City) (State) (Zip)
--

1. Name and Address of Reporting Person *

[THOMA BRAVO PARTNERS XI, L.P.](#)

(Last) (First) (Middle)

C/O THOMA BRAVO, L.P.
150 NORTH RIVERSIDE PLAZA, SUITE 2800

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[THOMA BRAVO FUND X, L.P.](#)

(Last) (First) (Middle)

C/O THOMA BRAVO, L.P.
150 NORTH RIVERSIDE PLAZA, SUITE 2800

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[THOMA BRAVO FUND X-A, L.P.](#)

(Last) (First) (Middle)

C/O THOMA BRAVO, L.P.
150 NORTH RIVERSIDE PLAZA, SUITE 2800

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[THOMA BRAVO SPECIAL OPPORTUNITIES
FUND I, L.P.](#)

(Last) (First) (Middle)

C/O THOMA BRAVO, L.P.
150 NORTH RIVERSIDE PLAZA, SUITE 2800

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[THOMA BRAVO SPECIAL OPPORTUNITIES
FUND I AIV, L.P.](#)

(Last) (First) (Middle)

C/O THOMA BRAVO, L.P.
150 NORTH RIVERSIDE PLAZA, SUITE 2800

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *		
THOMA BRAVO FUND XI, L.P.		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 150 NORTH RIVERSIDE PLAZA, SUITE 2800		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

1. Name and Address of Reporting Person *		
THOMA BRAVO FUND XI-A, L.P.		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 150 NORTH RIVERSIDE PLAZA, SUITE 2800		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

1. Name and Address of Reporting Person *		
THOMA BRAVO EXECUTIVE FUND XI, L.P.		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 150 NORTH RIVERSIDE PLAZA, SUITE 2800		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

Explanation of Responses:

1. Consists of 7,626,363 shares held directly by Thoma Bravo Fund X, L.P. ("TB Fund X"), 1,668,208 shares held directly by Thoma Bravo Fund X-A, L.P. ("TB Fund X-A"), 35,921,780 shares held directly by Thoma Bravo Fund XI, L.P. ("TB Fund XI"), 18,040,802 shares held directly by Thoma Bravo Fund XI-A, L.P. ("TB Fund XI-A"), 792,468 shares held directly by Thoma Bravo Executive Fund XI, L.P. ("TB Exec Fund"), 654,347 shares held directly by Thoma Bravo Special Opportunities Fund I, L.P. ("TB SOF") and 4,820,802 shares held directly by Thoma Bravo Special Opportunities Fund I AIV, L.P. ("TB SOF AIV").

2. Thoma Bravo Partners X, L.P. ("TB Partners X") is the general partner of each of TB Fund X, TB Fund X-A, TB SOF and TB SOF AIV. Thoma Bravo Partners XI, L.P. ("TB Partners XI") is the general partner of each of TB Fund XI, TB Fund XI-A and TB Exec Fund. Thoma Bravo UGP, LLC is the ultimate managing member of TB Partners X and TB Partners XI. By virtue of the relationships described in this footnote, Thoma Bravo UGP, LLC may be deemed to exercise voting and dispositive power with respect to the shares held by TB Fund X, TB Fund X-A, TB SOF, TB SOF AIV, TB Fund XI, TB Fund XI-A and TB Exec Fund. Each of TB Partners X, TB Partners XI and Thoma Bravo UGP, LLC disclaims beneficial ownership of the shares owned by TB Fund X, TB Fund X-A, TB SOF, TB SOF AIV, TB Fund XI, TB Fund XI-A and TB Exec Fund except to the extent of its pecuniary interest therein.

Remarks:

[/s/ Seth Boro, Managing Partner of Thoma Bravo UGP, LLC](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners XI, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Fund X, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Fund X-A, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Special Opportunities Fund I, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Special Opportunities Fund I AIV, L.P.](#) [02/10/2023](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners XI, L.P., the general partner of Thoma Bravo Fund XI, L.P.](#) [02/10/2023](#)

/s/ Seth Boro, Managing Partner of
Thoma Bravo Partners XI, L.P., 02/10/2023
the general partner of Thoma
Bravo Fund XI-A, L.P.

/s/ Seth Boro, Managing Partner of
Thoma Bravo Partners XI, L.P., 02/10/2023
the general partner of Thoma
Bravo Executive Fund XI, L.P.

** 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.