

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

**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>THOMA BRAVO UGP, LLC</u> <hr/> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>110 N. WACKER DRIVE, 32ND FLOOR</u> <hr/> (Street) <u>CHICAGO IL 60606</u> <hr/> (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>02/12/2024</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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2024		S		14,242,929 <sup>(1)</sup>	D	\$52.6	16,114,344 <sup>(2)</sup>	I	See footnote <sup>(3)</sup>
Common Stock	02/14/2024		J <sup>(4)</sup>		2,847,726	D	<sup>(4)</sup>	16,114,344 <sup>(2)</sup>	I	See footnote <sup>(3)</sup>

**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					

1. Name and Address of Reporting Person * <u>THOMA BRAVO UGP, LLC</u> <hr/> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>110 N. WACKER DRIVE, 32ND FLOOR</u> <hr/> (Street) <u>CHICAGO IL 60606</u> <hr/> (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>THOMA BRAVO PARTNERS X, L.P.</u> <hr/> (Last) (First) (Middle) <u>C/O THOMA BRAVO, L.P.</u> <u>110 N. WACKER DRIVE, 32ND FLOOR</u> <hr/> (Street) <u>CHICAGO IL 60606</u> <hr/> (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.  
110 N. WACKER DRIVE, 32ND FLOOR

(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.  
110 N. WACKER DRIVE, 32ND FLOOR

(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.  
110 N. WACKER DRIVE, 32ND FLOOR

(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.  
110 N. WACKER DRIVE, 32ND FLOOR

(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.  
110 N. WACKER DRIVE, 32ND FLOOR

(Street)

CHICAGO IL 60606

(City) (State) (Zip)

1. Name and Address of Reporting Person *		
<a href="#">THOMA BRAVO FUND XI, L.P.</a>		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 110 N. WACKER DRIVE, 32ND FLOOR		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

  

1. Name and Address of Reporting Person *		
<a href="#">THOMA BRAVO FUND XI-A, L.P.</a>		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 110 N. WACKER DRIVE, 32ND FLOOR		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

  

1. Name and Address of Reporting Person *		
<a href="#">THOMA BRAVO EXECUTIVE FUND XI, L.P.</a>		
(Last)	(First)	(Middle)
C/O THOMA BRAVO, L.P. 110 N. WACKER DRIVE, 32ND FLOOR		
(Street)		
CHICAGO	IL	60606
(City) (State) (Zip)		

**Explanation of Responses:**

- On February 12, 2024, the Reporting Persons sold an aggregate of 14,242,929 shares of the Issuer's Common Stock, par value \$0.001 per share, pursuant to Rule 144 under the Securities Act of 1933, as amended.
- After giving effect to the distribution reported on this statement, consists of 839,999 shares held directly by Thoma Bravo Fund X, L.P. ("TB Fund X"), 183,745 shares held directly by Thoma Bravo Fund X-A, L.P. ("TB Fund X-A"), 3,956,572 shares held directly by Thoma Bravo Fund XI, L.P. ("TB Fund XI"), 1,987,086 shares held directly by Thoma Bravo Fund XI-A, L.P. ("TB Fund XI-A"), 87,284 shares held directly by Thoma Bravo Executive Fund XI, L.P. ("TB Exec Fund"), 72,073 shares held directly by Thoma Bravo Special Opportunities Fund I, L.P. ("TB SOF"), 530,982 shares held directly by Thoma Bravo Special Opportunities Fund I AIV, L.P. ("TB SOF AIV"), 1,798,578 shares held directly by Thoma Bravo Partners X, L.P. ("TB Partners X"), and 6,658,025 shares held directly by Thoma Bravo Partners XI, L.P. ("TB Partners XI").
- 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.
- Represents a distribution of (i) 175,612 shares held directly by TB SOF AIV, 24,437 shares held directly by TB SOF, 351,970 shares held directly by TB Fund X and 58,947 shares held directly by TB Fund X-A, in each case to TB Partners X, and (ii) 27,878 shares held directly by TB Exec Fund, 1,607,653 shares held directly by TB Fund XI, and 601,229 shares held directly by TB Fund XI-A, in each case to TB Partners XI.

[/s/ Seth Boro, Managing Partner of Thoma Bravo UGP, LLC](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P.](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners XI, L.P.](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Fund X, L.P.](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Fund X-A, L.P.](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners X, L.P., the general partner of Thoma Bravo Special Opportunities Fund I, L.P.](#) [02/14/2024](#)

[/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.](#) [02/14/2024](#)

[/s/ Seth Boro, Managing Partner of Thoma Bravo Partners XI, L.P., the general partner of Thoma Bravo Fund XI, L.P.](#) [02/14/2024](#)

/s/ Seth Boro, Managing Partner of  
Thoma Bravo Partners XI, L.P., 02/14/2024  
the general partner of Thoma  
Bravo Fund XI-A, L.P.

/s/ Seth Boro, Managing Partner of  
Thoma Bravo Partners XI, L.P., 02/14/2024  
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.**