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

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

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 * Burns Kevin C				2. Issuer Name and Ticker or Trading Symbol Dynatrace, Inc. [DT]							ationship of Reporting all applicable) Director	Person(s) to Issuer 10% Owner	
(Last) C/O DYNATRA	(First)		3. Date of Earliest Transaction (Month/Day/Year) 03/10/2021							Officer (give title below) CFO and	Other (specify below) d Treasurer		
1601 TRAPELC	4.	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				
(Street) WALTHAM MA 02451											Form filed by More	e than One Repo	rting Person
(City)	(State)	(Zip)											
		Table I -	Non-Deriva	tive Securities /	Acquir	ed, C	Disposed of	, or Be	neficially	y Ow	ned	a	
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Yea	ar) 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disp Of (D) (Instr. 3, 4 and 5)			sed 5. Amount of Securities Beneficially Own Following Report Transaction(s)			7. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	Amount	(A) or (D)	Price		(Instr. 3 and 4)		(Instr. 4)
Common Stock			03/10/2021	1	S ⁽¹⁾		19,082	D	\$50.983	32 ⁽²⁾	18,730	I	See Footnote ⁽³⁾
Common Stock			03/10/2021	1	S ⁽¹⁾		15,980	D	\$51.91	32 ⁽⁴⁾	2,750	I	See Footnote ⁽³⁾
Common Stock			03/10/2021	1	S ⁽¹⁾		2,750	D	\$52.700	08(5)	0	I	See Footnote ⁽³⁾
Common Stock			03/10/2021	1	S ⁽¹⁾		30,000	D	\$51.7	72	20,000	I	See Footnote ⁽⁶⁾
Common Stock											82,983	D	
		Table		/e Securities Ac						Own	ed		

	(e.g., puts, cans, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security			Transaction Code (Instr.		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)	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		(Instr. 4)		

Explanation of Responses:

1. This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 08, 2021.

The price reported in Column 4 represents a weighted average price. The shares were sold in multiple transactions at prices ranging from \$50.53 to \$51.52, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
 Shares held by the Kevin C. Burns Irrevocable Non-Grantor Trust of 2018. Sandra Escher is the trustee of the Kevin C. Burns Irrevocable Non-Grantor Trust of 2018. The Reporting Person may be deemed to have shared voting and investment power with respect to the shares held by such trust. 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.

4. The price reported in Column 4 represents a weighted average price. The shares were sold in multiple transactions at prices ranging from \$51.53 to \$52.51, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.

5. The price reported in Column 4 represents a weighted average price. The shares were sold in multiple transactions at prices ranging from \$52.55 to \$52.90, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price. 6. Shares held by the Kevin C. Burns Irrevocable GST Trust of 2018. Judith Burns is the trustee of the Kevin C. Burns Irrevocable GST Trust of 2018. Judith Burns is the trustee of the Kevin C. Burns Irrevocable GST to \$52.90, inclusive. The reporting person may be deemed to have shared voting and investment power with respect to the shares held by such trust. 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/ Craig Newfield, by power of</u> attorney <u>03/11/2021</u>

** 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.