

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       |

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 * | 2. Issuer Name and Ticker or Trading Symbol              | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)              |
| <u>Yates Daniel S.</u>                    | <u>Dynatrace, Inc. [ DT ]</u>                            | Director 10% Owner   |
| (Last) (First) (Middle)                   | 3. Date of Earliest Transaction (Month/Day/Year)         | <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) |
| <u>C/O DYNATRACE, INC.</u>                | <u>09/05/2025</u>  | <u>SVP, Chief Accounting Officer</u>   |
| <u>280 CONGRESS STREET, 11TH FLOOR</u>    | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line)                          |
| (Street)                                  |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person               |
| <u>BOSTON MA 02210</u>                    |  | Form filed by More than One Reporting Person   |
| (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. 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                    | 09/05/2025                           |  | M <sup>(1)</sup>               |   | 561   | A          | (1)   | 23,116  | D  |   |
| Common Stock                    | 09/05/2025                           |  | F <sup>(2)</sup>               |   | 272   | D          | \$50  | 22,844  | D  |   |
| Common Stock                    | 09/05/2025                           |  | M <sup>(1)</sup>               |   | 718   | A          | (1)   | 23,562  | D  |   |
| Common Stock                    | 09/05/2025                           |  | F <sup>(2)</sup>               |   | 348   | D          | \$50  | 23,214  | D  |   |
| Common Stock                    | 09/05/2025                           |  | M <sup>(1)</sup>               |   | 2,410   | A          | (1)   | 25,624  | D  |   |
| Common Stock                    | 09/05/2025                           |  | F <sup>(2)</sup>               |   | 1,049   | D          | \$50  | 24,575  | 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. 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 | Title   | Amount or Number of Shares |  |  |   |  |
| Performance Restricted Stock Units (Financial) | (1)  | 09/05/2025                           |  | M                              |   |  | 561   | (3)  | (1)             | Common Stock  | 561                        | \$0  | 3,919  | D   |  |
| Restricted Stock Units                         | (1)  | 09/05/2025                           |  | M                              |   |  | 718   | (4)  | (1)             | Common Stock  | 718                        | \$0  | 5,028  | D   |  |
| Performance Restricted Stock Units (Financial) | (1)  | 09/05/2025                           |  | M                              |   |  | 2,410 | (5)  | (1)             | Common Stock  | 2,410                      | \$0  | 7,228  | D   |  |

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Common Stock. The restricted stock units do not expire. They either vest or are cancelled prior to the vesting date.
2. Shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations upon the vesting of restricted stock units.
3. Represents the vesting of restricted stock units based on financial performance ("Financial PSUs") granted on June 5, 2024. 33% of the Financial PSUs granted vested on June 5, 2025 and the balance of Financial PSUs vest in equal quarterly installments thereafter until fully vested on June 5, 2027, subject to the Reporting Person's continued employment on the applicable vesting dates.
4. Represents the vesting of time-based restricted stock units ("RSUs") granted on June 5, 2024. 33% of the RSUs granted vested on June 5, 2025 and the balance of the RSUs vest in equal quarterly installments thereafter until fully vested on June 5, 2027, subject to the Reporting Person's continued employment on the applicable vesting dates.
5. Represents the vesting of Financial PSUs granted on October 15, 2023. 33% of the Financial PSUs granted vested on June 5, 2024 and the balance of the Financial PSUs vest in equal quarterly installments thereafter until fully vested on June 5, 2026, subject to the Reporting Person's continued employment on the applicable vesting dates.

Remarks:

/s/ Marc Gold, by power of attorney

\*\* Signature of Reporting Person

09/09/2025

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.**