# UNITED STATES
# SECURITIES AND EXCHANGE COMMISSION
**Washington, D.C. 20549**

# FORM 8-K

**CURRENT REPORT**
**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**
**Date of Report (Date of earliest event reported): July 23, 2026**

# DYNATRACE, INC.

**(Exact name of Registrant as specified in its charter)**

| **Delaware** | **001-39010** | **47-2386428** |
|---|---|---|
| **(State or other jurisdiction of incorporation)** | **(Commission File Number)** | **(I.R.S. Employer Identification No.)** |

| | |
|---|---|
| **280 Congress Street, 11th Floor** | |
| **Boston, Massachusetts** | **02210** |
| **(Address of principal executive offices)** | **(Zip Code)** |

**(781) 530-1000**
**Registrant's telephone number, including area code**

**Not Applicable**
**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---|---|---|
| Common Stock, par value $0.001 per share | DT | New York Stock Exchange |

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).
Emerging growth company ☐

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

**Item 5.02. Departure of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 23, 2026, pursuant to the recommendation of the Nominating and Corporate Governance Committee of the Board of Directors (the "Board") of Dynatrace, Inc. (the "Company"), the Board unanimously appointed Chandu Thota as a Class II director effective on July 27, 2026. Simultaneously with the appointment of Mr. Thota, the Board increased its size from 10 to 11 directors. The term of the Company's Class II directors, including Mr. Thota, expires at the Company's annual meeting of stockholders to be held in 2027 or until their successors are duly elected and qualified or until their earlier resignation, death, or removal.

In connection with the appointment of Mr. Thota, the Board determined that Mr. Thota is independent within the meaning of the listing standards of the New York Stock Exchange.

There are no family relationships between Mr. Thota and any of the directors or executive officers of the Company, and there are no transactions in which Mr. Thota has a direct or indirect material interest requiring disclosure under Item 404(a) of Regulation S-K. There is no arrangement or understanding between Mr. Thota and any other person pursuant to which Mr. Thota was selected as a director of the Company.

Mr. Thota's compensation will be consistent with that provided to all of the Company's non-employee directors pursuant to the Company's Amended and Restated Non-Employee Director Compensation Policy, a copy of which is included as Exhibit 10.9 to the Company's Annual Report on Form 10-K for the year ended March 31, 2026. In addition, the Company will enter into an indemnification agreement with Mr. Thota in connection with his appointment to the Board, in substantially the same form as that entered into with the Company's other directors.

**Item 7.01. Regulation FD Disclosure.**

On July 29, 2026, the Company issued a press release announcing the appointment of Mr. Thota to the Board. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is hereby incorporated herein by reference.

The information set forth in this Item 7.01 and in the press release attached hereto as Exhibit 99.1 is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit No. | Description |
|---|---|
| 99.1 | Press Release issued by Dynatrace, Inc. dated July 29, 2026 |
| 104 | Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

| | |
|---|---|
| Date: July 29, 2026 | **DYNATRACE, INC.** |
| | By: /s/ Nicole Fitzpatrick |
| | Name: Nicole Fitzpatrick |
| | Title: Executive Vice President, Chief Legal Officer & Secretary |

**EXHIBIT 99.1**

**Dynatrace Appoints AI and Technology Leader Chandu Thota to its Board of Directors**

BOSTON, Mass., July 29, 2026 – Dynatrace (NYSE: DT), the leading AI-powered observability platform, today announced the appointment of Chandu Thota to its Board of Directors effective July 27, 2026. Mr. Thota brings more than 20 years of experience building and scaling technology platforms at the intersection of AI, cloud infrastructure, and enterprise software at leading technology companies, including Google and Microsoft.

"Chandu is a visionary technology leader with deep expertise in AI, machine learning, and large-scale software platforms," said Rick McConnell, Dynatrace CEO and a member of the Board of Directors. "As every enterprise becomes an AI-powered business, Chandu's experience leading AI product innovation and applied research at one of the world's most influential technology organizations will be invaluable to Dynatrace. His perspective will sharpen our strategy as we continue to advance our leadership position at the intersection of observability and AI."

In addition to his role on the Dynatrace Board, Mr. Thota currently serves as Vice President of Engineering at Google Workspace, where he leads a global engineering organization responsible for building secure, AI-powered communication, productivity, and collaboration products relied upon by over 4 billion users and millions of enterprise customers worldwide. His current role is part of a 15-year tenure at Alphabet, where his previous leadership positions have included Vice President of the Product Unit/Applied AI group at Google DeepMind, Vice President of Business Platforms for Google Cloud, and Vice President of Engineering for Google Maps. Prior to joining Alphabet, Mr. Thota was a founder and CTO of a start-up that was acquired by Google, having previously held key engineering roles at Microsoft. An active technology innovator, Mr. Thota holds numerous patents in mobile, web, local search, and mapping technologies, and has authored two technical books.

"I am honored to join the Dynatrace Board at such an exciting time for the company and the rapidly evolving technology landscape," said Chandu Thota. "I have spent the last two decades building and scaling products and platforms that empower billions of users and millions of enterprises. I see that same transformative potential in Dynatrace. As enterprises embrace AI at scale, Dynatrace cuts through the complexity to deliver precise answers and intelligent automation. I look forward to leveraging my experience to help the company extend its position as a leader in AI-powered observability."

Mr. Thota holds a Bachelor of Engineering in Electrical Engineering from Osmania University.

**About Dynatrace**

Dynatrace is advancing observability for today's digital businesses, helping to transform the complexity of modern digital ecosystems into powerful business assets. By leveraging AI-powered insights, Dynatrace enables organizations to analyze, automate, and innovate faster to drive their business forward. To learn more about how Dynatrace can help your business, visit www.dynatrace.com, visit our blog and follow us on LinkedIn and X @dynatrace.

**Cautionary Language Concerning Forward-Looking Statements**

This press release includes certain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding Mr. Thota’s anticipated contributions to Dynatrace as a member of the Board of Directors. These forward-looking statements include all statements that are not historical facts and statements identified by words such as “will,” “expects,” “anticipates,” “intends,” “plans,” “believes,” “seeks,” “estimates” and words of similar meaning. These forward-looking statements reflect our current views about our plans, intentions, expectations, strategies, and prospects, which are based on the information currently available to us and on assumptions we have made. Although we believe that our plans, intentions, expectations, strategies, and prospects as reflected in or suggested by those forward-looking statements are reasonable, we can give no assurance that the plans, intentions, expectations, or strategies will be attained or achieved. Actual results may differ materially from those described in the forward-looking statements and will be affected by a variety of risks and factors that are beyond our control, including risks set forth under the caption “Risk Factors” in our most recent Annual Report on Form 10-K, subsequent Quarterly Reports on Form 10-Q, and our other SEC filings. We assume no obligation to update any forward-looking statements contained in this document as a result of new information, future events, or otherwise.

**Investor Contact:**
Noelle Faris
VP, Investor Relations
ir@dynatrace.com

**Media Contact:**
Stacy Gong
VP, Corporate Communications
pr-team@dynatrace.com