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

Image: control (ast) CP (First) (Middle) CO DYNATRACE, INC. 3. Date of Earliest Transaction (Month/Day/Year) Chief Care (are tile) Chief Care (are	1. Name and Address of Reporting Person* Van Siclen John						2. Issuer Name and Ticker or Trading Symbol <u>Dynatrace, Inc.</u> [DT]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
Control Index (FIGOL TRAPELOR RAD, SUITE 116 (Streed) WALTHAM 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Join/Group Filing (Check Applicable Line) X Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person 1. Title of Security (Instr. 3) 2. Transaction (Month/Day/Year) 3. Securities (Month/Day/Year) 4. Solution (Month/Day/Year) 4. Solution (Month/Day/Year) 5. Solution (Month/Day/Year) 5. Solution (Month/Day/Year) 5. Solution (Month/Day/Year) 5. Soluti	(Last)	(Firs	-											X X	below)		Other (sp below)			
X Form flied by One Reporting Person Form flied by More than One Reporting Person Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date 3. Accurities Acquired (A) or price (Month Day/Year) 5. Amount of Transaction (Month Day/Year) 5. Amount of Transaction (D) (Instr. 4) 5. Amount of Disposed of, or Beneficially Owned Common Stock 07/31/2019 A 8.30,000(1) A \$0.00 2.703,827 D Common Stock 07/31/2019 A 83,000(1) A \$0.00 2.703,827 D Common Stock 07/31/2019 A 83,000(1) A \$0.00 2.703,827 D Common Stock Of perivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Intel I - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Berier of Security (Instr. 4) Number of Number of Number of Number of I. Nume Number of Number of	C/O DYNATRACE, INC.														Chief Executive Officer					
Some lied by More than One Reporting Person Form field by More than One Reporting Person Form field by More than One Reporting Person Form field by More than One Reporting Person Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date Securities Acquired, Disposed of, Or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date Securities Acquired, (A) or Transaction (b) (Instr. 4) Securities Acquired (C) or Transaction (b) (Instr. 4) Securities Acquired (C) or Transaction (c) (Instr. 4) Securities Acquired (C) or Transaction (c) (Instr. 4) Securition Date Securition Date	1601 TRAPELO ROAD, SUITE 116						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
WALTHAM MA 02451 Description Descrescr	(Stroot)													Х						
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 Date, (Month/Day/Year) 3. Transaction Date, (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (O) (Instr. 3, 4 and 5) 5. Amount of Securities Acquired (A) or Origination Date, (Month/Day/Year) 5. Amount of Code (Instr. 3) 5. Amount of Code (Instr. 3) 5. Amount of Code (Instr. 3) 6. Ownership or Indirect (D) (Instr. 4) 7. Alter of Code (Instr. 3) Common Stock 07/31/2019 A 83,000(1) A \$0.00 2.703,827 D D Common Stock 07/31/2019 A 83,000(1) A \$0.00 2.703,827 D See Footnote ⁽²⁾ Common Stock 07/31/2019 A 83,000(1) A \$0.00 2.703,827 D See Footnote ⁽²⁾ Common Stock 07/31/2019 A 83,000 A \$0.00 2.703,827 D See Footnote ⁽²⁾ Common Stock 0 0 0 0 0 0 See Footnote ⁽³⁾ Common Stock 0 0 0 0 0 0 See Footnote ⁽³⁾ Common St														Form filed	d by More	e than C	ine Reportii	ng Person		
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Meenclaip/ Code v 6. Ownership Disposed Of (D) (Instr. 3, 4 and 5) 6. Ownership Security (Instr. 3, and 4) 7. Nature of Indirect Beneficial Ownership (Instr. 4) Common Stock 07/31/2019 A 83,000(1) A \$0.00 2,703,827 D Common Stock 07/31/2019 A 83,000(1) A \$0.00 2,703,827 D Common Stock 07/31/2019 A 83,000(1) A \$0.00 2,703,827 D Common Stock 0 0 0 0 0 0 Securities (Instr. 4) Securities (Instr. 4) 1. Title of Derivative Security (Instr. 3, 4 and 5) 3. Transaction Date Security (Instr. 4) 3. A. Deemed (Instr. 4) 4. Instreaction Security (Instr. 4) 5. Number of derivative Security (Instr. 4) 8. Price of Date Security (Instr. 4) 9. Number of derivative Security (Instr. 4) 8. Price of Date Security (Instr. 4) 8. Price of Date Secur	(City)	(Stat	e)	(Zip)																
$\frac{Date}{(Month/Day/Year)} = \frac{Date}{(Month/Day/Year)} = $	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Image: Common Stock O7/31/2019 A Code V Amount (A) or (D) Price (Instr. 3 and 4) Image: Code V Amount (A) or (D) Price (Instr. 3 and 4) Image: Code V Amount (A) or (D) Price (Instr. 3 and 4) Image: Code V Amount (A) or (D) Price (Instr. 3 and 4) Image: Code V Amount (B) or (D) Price (Instr. 3 and 4) Image: Code V Amount (A) or (D) A \$\$0.00 2,703,827 D Image: Code See Footnote(2) Common Stock Image: Code					Date		Execution Date, if any		Transaction D Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5)	Securities Beneficially Owr Following Repor		Form: Direct (D) owned or Indirect (I) ported (Instr. 4)		Indirect Beneficial Ownership	
Common Stock See Found Found Found Found See Common Stock See See See See Founde(2) See Founde(2) Common Stock Image: Second Stock Image: Second Stock Image: Second Stock See Founde(2) Common Stock Image: Second Stock									Code	v	Amount		Pric	e					(instr. 4)	
Common Stock S02,025 I Footnote ⁽²⁾ Common Stock 903,645 I See Footnote ⁽³⁾ Common Stock I By Son Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 8. Price of Derivative Security (Instr. 3) 9. Number of Date Price of Beneficially (Month/Day/Year) 34. Deemed Execution Date (I any (Month/Day/Year) 4. Instruction Securities (Instr. 3, 4 and S) 5. Number of Derivative Security (Instr. 4) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 3 and 4) 9. Number of Derivative Security (Instr. 4) 10. Ownership (Instr. 4)	Common Stock 0				07/31/2	7/31/2019					83,000	D ⁽¹⁾ A	\$ <mark>0</mark>	0.00	2,703,827		D			
Common Stock 903,645 I Footnote(3) Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7,531 I By Son 1. Title of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 5. Number of Derivative Securities (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 8. Price of Derivative Securities (Instr. 5) 9. Number of Or Indirect (Instr. 4) 10. Ownership Or Indirect (I) (Instr. 4) 3) Date Date Expiration Amount or Number of Ol (I) (Instr. 4) 5. Number of Direction (I) (Instr. 4) 5. Number of Direction (I) (Instr. 4) 11. Nature or Indirect (I) (Instr. 4) 10. Ownership Or Indirect (I) (Instr. 4)	Common Stock													502,025						
1. Title of Derivative Security (Instr. 3) 2. Conversion Date Security 3. Transaction Date Security (Instr. 3) 3. Transaction Date Security (Instr. 3) 3. Transaction Date Security (Instr. 3) 3. Transaction Date Security 3. Transaction Date 3. Deemed Execurity 5. Number of Derivative Security 6. Date Exercisable and Expiration Date Socurities 7. Title and Amount of Securities Underlying Derivative Security 8. Price of Derivative Securities Securities 9. Number of Derivative Securities Securities 10. Ownership Ownership (Instr. 4) 11. Nature of Indirect Securities Conversion Direct (I) (Instr. 4) 0. Date Date Expiration Amount or Number of Number of Conversion Date 10. Ownership Ownership (Instr. 4)	Common Stock													903,645			I I			
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction 3. Deemed Execurity (Instr. 3) 3. Transaction 3. Detervative Security (Instr. 4) 3. Transaction 3. Detervative Securities 3. Transaction 5. Number of Derivative Securities 3. Detervative Securities 3. Date Expiration Date (Month/Day/Year) 3. Transaction 5. Number of Derivative Securities 3. Detervative Securities 3. Date Expiration 3. Tritle and Amount of Securities Underlying Derivative Security (Instr. 5) 3. Number of Derivative Security (Instr. 4) 3. Detervative Securities 3. Tritle and Amount of Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Securities Underlying Derivative Security (Instr. 4) 3. Detervative Security (Instr. 4)	Common Stock													7,531			I .	By Son		
1. Title of Derivative 3) 2. Conversion 3) 3. Transaction Date (Month/Day/Year) 3. A. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Derivative Securities 3) 5. Number of Derivative Securities 3) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 8. Price of Derivative Security (Instr. 4) 9. Number of Month/Day/Year) 10. Ownership Ownership Ownership (Instr. 4) 11. Nature of Indirect Beneficially Ownership (Instr. 4)																				
Date Expiration Number of (Instr. 4)	Derivative Security (Instr.	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date if any	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and		6. Date Exercisa Expiration Date		ble and	7. Title and Amount of Securities Underlying Derivative Security (I		ng	Derivative Security	derivative Securities Beneficially Owned Following Reported	ve es ially ng ed	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)					Title	Num	ber of						
Stock Option (Right to Buy) \$16 07/31/2019 A 553,000 (4) 07/31/2029 Common Stock 553,000 \$0.00 553,000 D		\$ <mark>16</mark>	07/31/2019		A		553,000		(4)	0	7/31/2029			3,000	\$0.00 553,		000	D		

Explanation of Responses:

1. Consists of Restricted Stock Units ("RSUs") issued under the Dynatrace, Inc. 2019 Equity Incentive Plan. Each RSU represents the right to receive one share of Common Stock.

2. Shares held by the John W. Van Siclen 2019 Irrevocable Trust, for which the Concord Trust Company serves as trustee. 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.

3. Shares held by the Nancy R. Van Siclen 2019 Irrevocable Trust, for which the Concord Trust Company serves as trustee. 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. Stock options granted on July 31, 2019, 25% of which shall vest and become exercisable on August 15, 2020, with the remainder vesting in 12 equal quarterly installments thereafter.

Remarks:

<u>/s/ John Van Siclen</u>

** Signature of Reporting Person

08/02/2019 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.