## FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(11mt of 1y	pe response	3)															
1. Name and Address of Reporting Person *- Burns Kevin C				2. Issuer Name and Ticker or Trading Symbol     Dynatrace, Inc. [DT]     3. Date of Earliest Transaction (Month/Day/Year)     05/15/2020									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) C/O DYNATRACE, INC., 1601 TRAPELO ROAD, SUITE 116												X_Officer (give title below) Other (specify below)  CFO and Treasurer					
(Street)				4. If A	4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
WALTH	IAM, MA	02451										-	Form filed by Mo	re than One Re	porting Person		
(Ci	ty)	(State)	(Zip)				Tab	le I - Non	-Dei	rivative S	Secur	ities Acqui	red, Disposed of	, or Benefic	cially Owned		
(Instr. 3) Date		2. Transaction Date (Month/Day/Yea	Execution any	2A. Deemed Execution Date, if any (Month/Day/Year		(Instr. 8)			4. Securities Acquired (A or Disposed of (D) (Instr. 3, 4 and 5)			Owned Following Reported Transaction(s)			Form:	7. Nature of Indirect Beneficial	
				(IVIO	mm/Da <u>y</u>	y/ i ear)	Co	ode V	' A		(A) or (D)	Price	(Instr. 3 and 4)			Direct (D) Ownersh (Instr. 4) (Instr. 4)	
Common	n Stock		05/15/2020				I	A		14,900 1)	4	\$ 0	88,900			D	
Common Stock		05/18/2020				S	(2)	2	22,986	)	\$ 34.2363	504,982			I	See Footnote	
Commor	ı Stock		05/18/2020				S	(2)	5	57,014 I	0	\$ 34.8204 (5)	447,968			I	See Footnote
Common Stock												125,000			I	See Footnote	
Reminder:	Report on a s	separate line for each	n class of securities b	II - Der	ivative	Securit	ies A	Per this cur	son s for rent	rm are noting the transfer of	ot re OME	quired to 3 control r					1474 (9-02)
1. Title of	2.	3. Transaction	3A. Deemed	4.		. Numbe				onvertible cisable an			d Amount of	8. Price of	9. Number o	f 10.	11. Nat
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Date, if any (Month/Day/Year)	Transac Code	8) S A or (I (I	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)				Underlying (Instr. 3 an	g Securities nd 4)	Derivative Security (Instr. 5)		Form o Derivat Security Direct ( or Indir	ship of Indir f Benefic ive Owners y: (Instr. 4
				Code	V	(A)	(D)	Date Exercisa		Expiratio Date	n	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4	)
Stock				A		18,200		<u>(7)</u>		05/15/2	020	Commoi	n 118,200.00	\$ 0	118,200	D	

Other

## **Signatures**

Burns Kevin C

C/O DYNATRACE, INC.

WALTHAM, MA 02451

/s/ Craig Newfield, by power of attorney	05.

Reporting Owner Name / Address

1601 TRAPELO ROAD, SUITE 116

05/19/2020

Relationships

Officer

CFO and Treasurer

10%

Director

Date		
	Date	Date

### **Explanation of Responses:**

- \* 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).
- (1) Consists of Restricted Stock Units ("RSUs") granted under the Dynatrace, Inc. 2019 Equity Incentive Plan on May 15, 2020. Each RSU represents the right to receive one share of Common Stock, 25% of which shall vest on May 15, 2021, with the remainder vesting in 12 equal quarterly installments thereafter.
- (2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 13, 2019.
- The price reported in Column 4 represents a weighted average price. The shares were sold in multiple transactions at prices ranging from \$33.61 to \$34.605, inclusive. The reporting person (3) 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 (4) 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.
- The price reported in Column 4 represents a weighted average price. The shares were sold in multiple transactions at prices ranging from \$34.615 to \$34.99, inclusive. The reporting person (5) 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 GST Trust of 2018. Judith Burns is the trustee of the Kevin C. Burns Irrevocable GST Trust of 2018. The Reporting Person may be deemed to (6) 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.
- (7) Stock options granted under the Dynatrace, Inc. 2019 Equity Incentive Plan on May 15, 2020, 25% of which shall vest and become exercisable on May 15, 2021, with the remainder vesting in 12 equal quarterly installments thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.