

December 3, 2019



Dynatrace Launches Follow-On Offering by Selling Stockholders

WALTHAM, Mass.--(BUSINESS WIRE)-- Software intelligence company, Dynatrace, Inc. (NYSE: DT), announced today the commencement of an underwritten public offering of 27,500,000 shares of common stock by certain selling stockholders of Dynatrace. Such selling stockholders will also grant the underwriters a 30-day option to purchase up to an additional 4,125,000 shares of Dynatrace's common stock. Dynatrace will not receive any of the proceeds from the sale of the shares being offered by the selling stockholders but will bear the costs associated with the sale of such shares, other than underwriting discounts and commissions.

Goldman Sachs & Co. LLC, J.P. Morgan Securities LLC and Citigroup Global Markets Inc. are acting as joint lead book-running managers for the offering. RBC Capital Markets, LLC, BofA Securities, Barclays Capital Inc., UBS Securities LLC and Jefferies LLC, are also acting as book-running managers. Canaccord Genuity LLC, William Blair & Company, L.L.C., BTIG, LLC, JMP Securities LLC, KeyBanc Capital Markets Inc., Raymond James & Associates, Inc. and Academy Securities, Inc. are acting as co-managers.

The proposed offering will be made only by means of a prospectus. A copy of the preliminary prospectus relating to this offering may be obtained, when available, by contacting the offices of Goldman Sachs & Co. LLC, Attention: Prospectus Department, 200 West Street, New York, NY 10282, by telephone: 1-866-471-2526 or by emailing prospectus-ny@ny.email.gs.com; J.P. Morgan Securities LLC, c/o Broadridge Financial Services, Attention: Prospectus Department, 1155 Long Island Avenue, Edgewood, New York 11717, or via telephone: (866) 803-9204, or via e-mail: prospectus-eg_fi@jpmchase.com; or Citigroup Global Markets Inc., Attention: Prospectus Department, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, or by phone at (800) 831-9146.

A registration statement relating to these securities has been filed with the Securities and Exchange Commission but has not yet become effective. These securities may not be sold, nor may offers to buy be accepted, prior to the time the registration statement becomes effective. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About Dynatrace

Dynatrace provides software intelligence to simplify enterprise cloud complexity and accelerate digital transformation. With AI and complete automation, Dynatrace's all-in-one platform provides answers, not just data, about the performance of applications, the underlying infrastructure and the experience of all users.

Forward Looking Statements

This press release contains forward looking statements, including among other things, statements concerning the completion of the offering of common stock, and other statements identified by words such as “could,” “expects,” “intends,” “may,” “plans,” “potential,” “should,” “will,” “would,” or similar expressions and the negatives of those terms. Forward-looking statements are not promises or guarantees of future performance, and are subject to a variety of risks and uncertainties, many of which are beyond our control. Actual results could differ materially from those anticipated in such forward-looking statements as a result of various risks and uncertainties, which include, without limitation, market risks and uncertainties and the satisfaction of customary closing conditions for an offering of securities. These and other risks and uncertainties are described more fully in the preliminary prospectus, and in particular in the section captioned “Risk Factors”, related to the public offering filed with the Securities and Exchange Commission. Forward-looking statements speak only as of the date hereof, and, except as required by law, Dynatrace undertakes no obligation to update or revise these forward-looking statements.

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