

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Carpenter Michael J.</u>  (Last) (First) (Middle) C/O CROWDSTRIKE HOLDINGS, INC. 150 MATHILDA PLACE, SUITE 300  (Street) SUNNYVALE CA 94086  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CrowdStrike Holdings, Inc. [ CRWD ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) PRES., GLBAL SALES & FLD OPS
	3. Date of Earliest Transaction (Month/Day/Year) 07/02/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A common stock	07/02/2020		C		64,647	A	(1)	194,299 <sup>(2)</sup>	D	
Class A common stock	07/06/2020		S		33,257	D	\$105.14 <sup>(3)</sup>	129,652 <sup>(2)(9)</sup>	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
Stock Options (Right to Buy)	\$1.76	07/02/2020		M			51,973	(4)	02/04/2027	Class B common stock	51,973	\$0	678,027	D	
Class B common stock	\$0	07/02/2020		M			51,973	(5)	(5)	Class A common stock	51,973	\$0	51,973	D	
Stock Options (Right to Buy)	\$1.76	07/02/2020		M			7,331	(6)	02/04/2027	Class B common stock	7,331	\$0	108,295	D	
Class B common stock	\$0	07/02/2020		M			7,331	(5)	(5)	Class A common stock	7,331	\$0	7,331	D	
Stock Options (Right to Buy)	\$1.76	07/02/2020		M			5,343	(7)	02/04/2027	Class B common stock	5,343	\$0	169,657	D	
Class B common stock	\$0	07/02/2020		M			5,343	(5)	(5)	Class A common stock	5,343	\$0	5,343	D	
Class B common stock	\$0	07/02/2020		C			64,647	(5)	(5)	Class A common stock	64,647	\$0	0	D	

Explanation of Responses:

- Class B common stock convert into Class A common stock on a one-for-one basis.
- Includes shares to be issued in connection with the vesting of one or more restricted stock units ("RSUs").
- These transactions were executed in multiple trades at prices ranging from \$104.95 to \$105.50. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- The stock options are subject to an early exercise provision and are immediately exercisable. They were granted on February 4, 2017 and 25% vested on November 21, 2017, with 1/48 of the remaining stock options vesting monthly thereafter.
- Each share of Class B common stock is convertible at any time at the option of the Reporting Person into one share of Class A common stock and has no expiration date. All shares of Class B common stock will automatically convert into shares of Class A common stock upon the occurrence of certain specified events.
- The stock options are subject to an early exercise provision and are immediately exercisable. They were granted on February 4, 2017 and vest in 48 equal monthly installments beginning on December 21, 2016 and were subject to (i) the Reporting Person remaining employed by or rendering services to the Company and (ii) the Company achieving 110% of its board approved revenue target for the fiscal year ending January 31, 2018.
- The stock options are subject to an early exercise provision and are immediately exercisable. They were granted on February 4, 2017 and vest in 48 equal monthly installments beginning on December 21, 2016 and were subject to (i) the Reporting Person remaining employed by or rendering services to the Company and (ii) the Company achieving 110% of its board approved revenue target for the fiscal year ending January 31, 2019.
- Reflects the exempt transfer of 31,390 shares of Class A common stock from the Reporting Person pursuant to a DRO.

Remarks:

All transactions reported herein were made pursuant to a DRO.

/s/ Cathleen Anderson, as

07/07/2020

Attorney-in-Fact for Michael J.  
Carpenter

\*\* Signature of Reporting Person      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.

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