

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

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>Kurtz George</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) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) PRESIDENT AND CEO
	3. Date of Earliest Transaction (Month/Day/Year) 12/20/2019	
	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A common stock	12/23/2019		C		508,807	A	(1)	508,807	D	
Class A common stock	12/23/2019		S		407,554	D	\$48.07 ⁽²⁾	0	D	
Class A common stock	12/23/2019		S		101,253	D	\$48.71 ⁽³⁾	0	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	Amount or Number of Shares				
Restricted Stock Units ⁽⁴⁾	\$0	12/20/2019		M			659,979	(5)	(5)	Class B common stock	659,979	\$0	2,155,933	D	
Class B common stock	\$0	12/20/2019		M			659,979	(6)	(6)	Class A common stock	659,979	\$0	1,715,946 ⁽⁷⁾	D	
Class B common stock	\$0	12/23/2019		C			508,807	(6)	(6)	Class A common stock	508,807	\$0	1,207,139 ⁽⁷⁾	D	
Class B common stock	\$0							(6)	(6)	Class A common stock	100,000		100,000	I	Kurtz Family Dynasty Trust ⁽⁸⁾
Class B common stock	\$0							(6)	(6)	Class A common stock	1,959,823		1,959,823	I	Allegra Kurtz Irrevocable Gift Trust ⁽⁸⁾
Class B common stock	\$0							(6)	(6)	Class A common stock	1,959,823		1,959,823	I	Alexander Kurtz Irrevocable Gift Trust ⁽⁸⁾
Class B common stock	\$0							(6)	(6)	Class A common stock	13,496,994		13,496,994	I	Kurtz 2009 Spendthrift Trust ⁽⁸⁾

Explanation of Responses:

1. Class B common stock convert into Class A common stock on a one-for-one basis.

2. This transaction was executed in multiple trades at prices ranging from \$47.64 to \$48.63. 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.

3. This transaction was executed in multiple trades at prices ranging from \$48.635 to \$48.89. 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.
4. Restricted stock units convert into Class B common stock on a one-for-one basis.
5. Represents restricted stock units ("RSUs") that remain unvested under grants that initially consisted of (i) 2,111,934 RSUs that vest in 16 equal quarterly installments beginning on December 20, 2018 and (ii) 703,978 RSUs that vest in eight equal quarterly installments beginning on December 20, 2022; provided that no RSUs vest until the earlier of (A) a change in control of the issuer or (B) the first quarterly vesting date occurring following the expiration of the lock-up period established in connection with the issuer's initial public offering.
6. 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.
7. All or a portion of the Class B common stock was issued in connection with the exercise of an unvested stock option subject to an early exercise provision, and as such, the unvested portion may be repurchased by the Company at the original exercise price paid by the Reporting Person for the shares.
8. The Reporting Person disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in such shares.

Remarks:

All transactions, other than the vesting and settlement of Restricted Stock Units awards, were executed pursuant to a Rule 10b5-1 plan entered into by the Reporting Person.

/s/ Cathleen Anderson, as
Attorney-in-Fact for George 12/24/2019
Kurtz

** 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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