SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Podbere Burt W.	CrowdStrike Holdings, Inc. [CRWD]	Director 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/21/2023	X Officer (give title below) Other (specify below)
C/O CROWDSTRIKE HOLDINGS, INC.		CHIEF FINANCIAL OFFICER
206 E. 9TH ST., STE. 1400	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		X Form filed by One Reporting Person
AUSTIN TX 78701		Form filed by More than One Reporting Person
(City) (State) (Zip)		

Rule 10b5-1(c) Transaction Indication

X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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	12/21/2023		C		20,000	A	(1)	326,881[2]	D	
Class A common stock	12/21/2023		G		20,000	D	(1)	306,881[2]	D	
Class A common stock	12/21/2023		S		4,400[3]	D	$252.0562[4]	302,481[2]	D	
Class A common stock	12/21/2023		S		2,500[3]	D	$253.1602[5]	299,981[2]	D	
Class A common stock	12/21/2023		S		1,200[3]	D	$253.9598[6]	298,781[2]	D	
Class A common stock	12/21/2023		S		900[3]	D	$254.75	297,881[2]	D	
Class A common stock	12/21/2023		S		1,516[3]	D	$251.7046[7]	296,365[2]	D	
Class A common stock	12/21/2023		S		4,000[3]	D	$252.3733[8]	292,365[2]	D	
Class A common stock	12/21/2023		S		2,984[3]	D	$253.4454[9]	289,381[2]	D	
Class A common stock	12/21/2023		S		5,324[3]	D	$254.7296[10]	284,057[2]	D	
Class A common stock	12/21/2023		S		1[3]	D	$255.22	284,056[2]	D	
Class A common stock								42,800	I	Buttonwillow Trust[11]
Class A common stock								42,800	I	Doris Trust[11]

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				
Class B common stock	$0	12/21/2023		C			20,000	(12)	(12)	Class A common stock	20,000	$0	40,803	D	
Class B common stock	$0							(12)	(12)	Class A common stock	35,873		35,873	I	By trust (The PericlesPod Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	31,402		31,402	I	By trust (The PlutoPod Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	10,430		10,430	I	By trust (The Callie Hodia Podbere Childrens Trust)

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				
Class B common stock	$0							(12)	(12)	Class B common stock	10,430		10,430	I	By trust (The Indiana Hope Podbere Childrens Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	13,848		13,848	I	By trust (The PersephonePod Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	22,000		22,000	I	by trust (The LunaPod Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	22,000		22,000	I	by trust (The OvidPod Trust)
Class B common stock	$0							(12)	(12)	Class A common stock	22,000		22,000	I	by trust (The PetraPod Trust)

Explanation of Responses:

1. The Class B common stock was converted into Class A common stock on a one-for-one basis.

2. Includes shares to be issued in connection with the vesting of one or more restricted stock units ("RSUs").

3. Includes shares sold pursuant to a 10b5-1 plan adopted on January 13, 2023.

4. This transaction was executed in multiple trades at prices ranging from $251.67 to $252.66. 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.

5. This transaction was executed in multiple trades at prices ranging from $252.675 to $253.64. 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.

6. This transaction was executed in multiple trades at prices ranging from $253.685 to $254.00. 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.

7. This transaction was executed in multiple trades at prices ranging from $250.94 to $251.93. 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.

8. This transaction was executed in multiple trades at prices ranging from $251.95 to $252.88. 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.

9. This transaction was executed in multiple trades at prices ranging from $253.015 to $253.96. 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.

10. This transaction was executed in multiple trades at prices ranging from $254.06 to $254.79. 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.

11. The reporting person disclaims beneficial ownership except to the extent of his pecuniary interest therein.

12. 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.

Remarks:

All reported sales were made to cover tax withholdings due on vesting of restricted stock unit awards, as required under the Issuer's administrative policies.

/s/ Deanna Butler, Attorney-in-Fact   12/22/2023

** 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.

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.