

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

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

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

1. Name and Address of Reporting Person * <u>Eddleman Julie</u> (Last) (First) (Middle) <u>C/O DOUBLEVERIFY HOLDINGS, INC.</u> <u>462 BROADWAY</u> (Street) <u>NEW YORK NY 10013</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DoubleVerify Holdings, Inc. [DV]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>06/15/2025</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Global Chief Comm. Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
Common Stock	05/31/2025		p ⁽¹⁾	V	1,096	A	\$11.68 ⁽¹⁾	199,243	D	
Common Stock	06/15/2025		M		5,073	A	\$0 ⁽²⁾	204,316	D	
Common Stock	06/15/2025		F ⁽³⁾		1,863	D	\$14.5	202,453	D	
Common Stock	06/15/2025		M		1,072	A	\$0 ⁽⁴⁾	203,525	D	
Common Stock	06/15/2025		F ⁽⁵⁾		299	D	\$14.5	203,226	D	
Common Stock	06/15/2025		M		3,034	A	\$0 ⁽⁶⁾	206,260	D	
Common Stock	06/15/2025		F ⁽⁷⁾		845	D	\$14.5	205,415	D	
Common Stock	06/15/2025		M		3,437	A	\$0 ⁽⁸⁾	208,852	D	
Common Stock	06/15/2025		F ⁽⁹⁾		958	D	\$14.5	207,894	D	
Common Stock	06/15/2025		M		1,991	A	\$0 ⁽¹⁰⁾	209,885	D	
Common Stock	06/15/2025		F ⁽¹¹⁾		555	D	\$14.5	209,330	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	(12)	06/15/2025		M			5,073	(2)	(2)	Common Stock	5,073	\$0	71,022	D	
Performance Stock Units	(13)	06/15/2025		M			1,072	(4)	(4)	Common Stock	1,072	\$0	6,432	D	
Restricted Stock Units	(12)	06/15/2025		M			3,034	(6)	(6)	Common Stock	3,034	\$0	30,340	D	
Restricted Stock Units	(12)	06/15/2025		M			3,437	(8)	(8)	Common Stock	3,437	\$0	20,622	D	
Restricted Stock Units	(12)	06/15/2025		M			1,991	(10)	(10)	Common Stock	1,991	\$0	3,982	D	

Explanation of Responses:

- Pursuant to the DoubleVerify Holdings, Inc. 2021 Employee Stock Purchase Plan (ESPP), the purchase price per share reported reflects a discount of 15% of the lesser of the share price at the first day of the offering period or the purchase date.
- Each restricted stock unit "RSU" was granted on March 13, 2025. 6.25% of the RSUs vested and were settled on March 15, 2025 (the "2025 Vesting Date"), and the remainder of the RSUs vest at a rate of 6.25% on each quarterly anniversary of the 2025 Vesting Date.
- Represents shares withheld to satisfy tax obligations in connection with the vesting of 5,073 RSUs on June 15, 2025.

4. Each performance stock unit "PSU" was granted on December 19, 2023. 41.67% of the earned shares vested and were settled on the 2025 Vesting Date, and the remainder of the earned shares vest at a rate of 8.33% on each quarterly anniversary of the 2025 Vesting Date.

5. Represents shares withheld to satisfy tax obligations in connection with the vesting of 1,072 PSUs on June 15, 2025.

6. Each RSU was granted on December 19, 2023. 6.25% of the RSUs vested and were settled on March 15, 2024 (the "2024 Vesting Date"), and the remainder of the RSUs vest at a rate of 6.25% on each quarterly anniversary of the 2024 Vesting Date.

7. Represents shares withheld to satisfy tax obligations in connection with the vesting of 3,034 RSUs on June 15, 2025.

8. Each RSU was granted on December 12, 2022. 6.25% of the RSUs vested and were settled on March 15, 2023 (the "2023 Vesting Date"), and the remainder of the RSUs vest at a rate of 6.25% on each quarterly anniversary of the 2023 Vesting Date.

9. Represents shares withheld to satisfy tax obligations in connection with the vesting of 3,437 RSUs on June 15, 2025.

10. Each RSU was granted on December 10, 2021. 6.25% of the RSUs vested and were settled on March 15, 2022 (the "2022 Vesting Date"), and the remainder of the RSUs vest at a rate of 6.25% on each quarterly anniversary of the 2022 Vesting Date.

11. Represents shares withheld to satisfy tax obligations in connection with the vesting of 1,991 RSUs on June 15, 2025.

12. Restricted stock units convert into common stock on a one-for-one basis.

13. PSUs convert into common stock on a one-for-one basis.

/s/ Andrew E. Grimmig, as
Attorney-in-Fact for Julie F.
Eddleman

06/17/2025

** 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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