SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)*

| | DoubleVerify Holdings, Inc. | |
|---------------------|---|--|
| · | (Name of Issuer) | |
| | Common stock, par value \$0.001 per share | |
| | (Title of Class of Securities) | |
| | 25862V105 | |
| | (CUSIP Number) | |
| | December 31, 2023 | |
| | (Date of Event Which Requires Filing of this Statement) | |
| Check the appropria | ate box to designate the rule pursuant to which this Schedule is filed: | |
| ☐ Rule 13d-1(b) | | |
| □ Rule 13d-1(c) | | |

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of the section of the Act but shall be subject to all other provisions of that Act (however, see the Notes).

CUSIP No. 25862V105

⊠ Rule 13d-1(d)

| 1 | NAMES | OF REF | ORTING PERSONS |
|---------------|---|----------|--|
| | Providence VII U.S. Holdings L.P. | | |
| 2 | | | PROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |
| 2 | (a) □ | THE AI | PROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |
| | (a) □ (b) ⊠ | | |
| 3 | SEC USI | E ONLY | |
| | 520 001 | . 01121 | |
| 4 | CITIZEN | ISHIP C | R PLACE OF ORGANIZATION |
| | | | |
| | Delaware | | |
| | | 5 | SOLE VOTING POWER |
|) H D (DE | D OF | | 20122 |
| NUMBE SHAR | - | 6 | 26,122,547 SHARED VOTING POWER |
| BENEFIC | | 0 | SHARED VOTING POWER |
| OWNEI | | | |
| EAC | | 7 | SOLE DISPOSITIVE POWER |
| REPORT | ΓING | , | |
| PERSO | ON | | 26,122,547 |
| WIT | H | 8 | SHARED DISPOSITIVE POWER |
| | | | |
| | 4 G G D D | G + MP + | |
| 9 | AGGRE | GATE A | MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| | 26,122,5 | 47 | |
| 10 | , , | | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) |
| 10 | JILLOIL | _ 011 | |
| | | | |
| 11 | 11 PERCENT OF C | | LASS REPRESENTED BY AMOUNT IN ROW (9) |
| | | | |
| | 15.4% (1) | | |
| 12 | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) | | |
| | (222 1.0.10) | | |
| | PN | | |
| L | | | |

⁽¹⁾ All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

^{*}The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUSIP No. 25862V105

| | NAMES OF REPORTING PERSONS | | | | | |
|-------------|---------------------------------|---------|--|--|--|--|
| 1 | NAMES | OF REI | PORTING PERSONS | | | |
| | Providence Equity GP VII-A L.P. | | | | | |
| 2 | | | PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | |
| 2 | (a) □ | THE A | TROTRIATE BOATF A MEMBER OF A GROOT (SEE INSTRUCTIONS) | | | |
| | (b) 🗵 | | | | | |
| 3 | SEC US | E ONLY | 7 | | | |
| | | | | | | |
| 4 | CITIZEN | NSHIP C | OR PLACE OF ORGANIZATION | | | |
| | | | | | | |
| | Cayman | | | | | |
| | | 5 | SOLE VOTING POWER | | | |
| NUMBE | R OF | | | | | |
| SHAR | | 6 | SHARED VOTING POWER | | | |
| BENEFIC | IALLY | | | | | |
| OWNE | | | 26,290,908 (See Item 4) | | | |
| EAC | | 7 | SOLE DISPOSITIVE POWER | | | |
| REPOR | | | | | | |
| PERS WIT | | | 0 | | | |
| WII | п | 8 | SHARED DISPOSITIVE POWER | | | |
| | | | 26,290,908 (See Item 4) | | | |
| 9 | AGGRE | GATE A | AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | |
| | | | | | | |
| 10 | 26,290,9 | | | | | |
| 10 | CHECK | ROX IF | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | | |
| | $ \cdot $ | | | | | |
| 11 | | NT OF C | LASS REPRESENTED BY AMOUNT IN ROW (9) | | | |
| | | | (7) | | | |
| | 15.5% (1 | .) | | | | |
| 12 | TYPE O | F REPO | RTING PERSON (SEE INSTRUCTIONS) | | | |
| | | | | | | |
| | 00 | | | | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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| | 3143 (EG | OF DEE | AGRIPHICA DEDICATE | | | |
|-----------------|---|---|---|--|--|--|
| 1 | NAMES | NAMES OF REPORTING PERSONS | | | | |
| | Providen | Providence Butternut Co-Investment L.P. | | | | |
| 2 | _ | | PROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | |
| | (a) 🗆 | | | | | |
| | (b) 🗵 | | | | | |
| 3 | SEC US | E ONLY | | | | |
| 4 | CITIZEN | ICILID C | OR PLACE OF ORGANIZATION | | | |
| 4 | CITIZE | NSHIP C | R PLACE OF ORGANIZATION | | | |
| | Cayman | Islands | | | | |
| | 1 - | 5 | SOLE VOTING POWER | | | |
| | | | | | | |
| NUMBI | | | 168,361 (See Item 4) | | | |
| SHAF | | 6 | SHARED VOTING POWER | | | |
| BENEFIC OWNE | | | | | | |
| EAC | | 7 | SOLE DISPOSITIVE POWER | | | |
| REPOR | TING | | | | | |
| PERS | | | 168,361 (See Item 4) | | | |
| WIT | ГΗ | 8 | SHARED DISPOSITIVE POWER | | | |
| | | | | | | |
| 9 | ACCDE | CATEA | 0 MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | |
| y | AGGRE | GATE A | INIOUNI DENEFICIALLI OWNED DI EACH REPORTING PERSON | | | |
| | 168,361 (See Item 4) | | | | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | | | | |

| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) |
|----|---|
| | |
| | 0.1% (1) |
| 12 | TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) |
| | |
| | 00 |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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CUSIP No. 25862V105

| 1 | NAMES | OF REF | PORTING PERSONS | | | |
|--------------|------------|---|--|--|--|--|
| | Jonathan | Jonathan M. Nelson | | | | |
| 2 | | | PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | |
| _ | (a) \Box | | | | | |
| | (b) 🗵 | | | | | |
| 3 | SEC US | E ONLY | | | | |
| 4 | CITIZEN | NSHIP C | OR PLACE OF ORGANIZATION | | | |
| | United S | tates | | | | |
| | | 5 | SOLE VOTING POWER | | | |
| NUMBE | ER OF | | 0 | | | |
| SHAR | | 6 | SHARED VOTING POWER | | | |
| BENEFIC | | | A C 202 202 (G . T) | | | |
| OWNEI EAC | | | 26,290,908 (See Item 4) | | | |
| REPOR' | | 7 | SOLE DISPOSITIVE POWER | | | |
| PERS | | | 0 | | | |
| WIT | | 8 | SHARED DISPOSITIVE POWER | | | |
| | | | | | | |
| | | | 26,290,908 (See Item 4) | | | |
| 9 | AGGRE | GATE A | AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | |
| | 26,290,9 | 08 (See | Item 4) | | | |
| 10 | CHECK | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | | | |
| | | | | | | |
| 11 | | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | | | |
| 111 | LIKCEI | 11 OI C | ALABO KLI KLOLITILD DT AMOONT IN KOW ()) | | | |
| | 15.5% (1 |) | | | | |
| 12 | | | RTING PERSON (SEE INSTRUCTIONS) | | | |
| | | | | | | |
| | IN | | | | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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| 1 | NAMES | NAMES OF REPORTING PERSONS | | | | |
|-------------|------------------------------|----------------------------|--|--|--|--|
| | R. Davis | R. Davis Noell | | | | |
| 2 | CHECK | THE AF | PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | |
| | (a) 🗆 | | | | | |
| | (b) 🗵 | | | | | |
| 3 | SEC US | E ONLY | | | | |
| | | | | | | |
| 4 | CITIZEN | NSHIP O | DR PLACE OF ORGANIZATION | | | |
| | | | | | | |
| | United S | tates | | | | |
| | | 5 | SOLE VOTING POWER | | | |
| | | | | | | |
| | | | | | | |
| NUMBER OF 0 | | | | | | |
| SHAI | SHARES 6 SHARED VOTING POWER | | | | | |

| BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | | 7 8 | 26,290,908 (See Item 4) SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER |
|--|---|---------|--|
| | | | 26,290,908 (See Item 4) |
| 9 | AGGRE | GATE A | MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| | | | |
| | 26,290,90 | | , |
| 10 | CHECK | BOX IF | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) |
| | | | |
| | | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | |
| | | | |
| | 15.5% (1 |) | |
| 12 | TYPE OF | F REPOI | RTING PERSON (SEE INSTRUCTIONS) |
| | | | |
| | IN | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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CUSIP No. 25862V105

| 1 | NAMES | OF REI | PORTING PERSONS |
|---------------|-----------------------------------|----------|--|
| | · · · · · · · · · · · · · · · · · | | |
| | J. David | | |
| 2 | | THE A | PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |
| | (a) 🗆 | | |
| | (b) 🗵 | E ONII X | , |
| 3 | SEC US | E ONL Y | |
| 4 | CITIZEN | NSHIP (| OR PLACE OF ORGANIZATION |
| | | | |
| | United S | tates | |
| | | 5 | SOLE VOTING POWER |
|) H II (D) | D OF | | |
| NUMBE Shar | | 6 | 0 SHARED VOTING POWER |
| BENEFIC | | 0 | SHARED VOTING POWER |
| OWNE | | | 26,290,908 (See Item 4) |
| EAC | | 7 | SOLE DISPOSITIVE POWER |
| REPOR | TING | | |
| PERS | | | 0 |
| WIT | H | 8 | SHARED DISPOSITIVE POWER |
| | | | 04.200.200.45 |
| 9 | ACCRE | CATE | 26,290,908 (See Item 4) AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| 9 | AGGRE | GATE | AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| | 26,290,9 | 08 (See | Item 4) |
| 10 | | | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) |
| | | | |
| | | | |
| 11 | PERCEN | NT OF C | CLASS REPRESENTED BY AMOUNT IN ROW (9) |
| | 4.5.50/ (| 1) | |
| 12 | 15.5% (| | ADTING DED CON (CEE INCIDITIONS) |
| 12 | TYPEO | F REPO | ORTING PERSON (SEE INSTRUCTIONS) |
| | IN | | |
| | 11.1 | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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| 1 | NAMES OF REPORTING PERSONS |
|---|---|
| | Karim A. Tabet |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |

| 1 | 160 🗆 | | | |
|--------------|---------------------|----------|--|--|
| | (a) □ (b) ⊠ | | | |
| 3 | SEC USE ONLY | | | |
| | | | | |
| 4 | CITIZEN | NSHIP C | OR PLACE OF ORGANIZATION | |
| | France | | | |
| | | 5 | SOLE VOTING POWER | |
| NUMBE | R OF | | | |
| SHAR | - | 6 | SHARED VOTING POWER | |
| BENEFIC | | | 26,200,000 (0 1, 1) | |
| OWNEI EAC | | 7 | 26,290,908 (See Item 4) SOLE DISPOSITIVE POWER | |
| REPORT | | , | SOLE DISPOSITIVE FOWER | |
| PERSO | | | | |
| WIT | Н | 8 | SHARED DISPOSITIVE POWER | |
| | | | 26,290,908 (See Item 4) | |
| 9 | AGGRE | GATE A | MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | | | | |
| 40 | 26,290,9 | | | |
| 10 | CHECK | BOX IF | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | |
| | | | | |
| 11 | PERCEN | T OF C | LASS REPRESENTED BY AMOUNT IN ROW (9) | |
| | 15.5% ⁽¹ | D | | |
| 12 | | | RTING PERSON (SEE INSTRUCTIONS) | |
| | 11120 | . ICLI O | | |
| | IN | | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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| 1 | NAMES | OF REI | PORTING PERSONS | | | |
|---------|-------------------|---|--|--|--|--|
| | Andrew A. Tisdale | | | | | |
| 2 | | | PPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | |
| | (a) 🗆 | | | | | |
| 3 | (b) 🗵 SEC US | E ONLY | | | | |
| | SEC OB | L OI LL | | | | |
| 4 | CITIZEN | NSHIP (| OR PLACE OF ORGANIZATION | | | |
| | United S | tates | | | | |
| | Cinted 5 | 5 | SOLE VOTING POWER | | | |
| NUMBE | ED OF | | | | | |
| SHAF | | 6 | SHARED VOTING POWER | | | |
| BENEFIC | | | | | | |
| OWNE: | | 7 | 26,290,908 (See Item 4) SOLE DISPOSITIVE POWER | | | |
| REPOR | | / | SOLE DISPOSITIVE POWER | | | |
| PERS | ON | | 0 | | | |
| WIT | TH | 8 | SHARED DISPOSITIVE POWER | | | |
| | | | 26,290,908 (See Item 4) | | | |
| 9 | AGGRE | GATE A | AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | |
| | 26,290,9 | NS (See | Item A) | | | |
| 10 | CHECK | BOX IF | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | | |
| | | | | | | |
| 11 | | □ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | | | |
| 11 | LICE | VI OI C | DEADS REFRESENTED BY AMOUNT IN ROW (7) | | | |
| | 15.5% (1) | | | | | |
| 12 | TYPE O | F REPO | ORTING PERSON (SEE INSTRUCTIONS) | | | |
| | IN | | | | | |
| | 1 | | | | | |

⁽¹⁾ All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

CUSIP No. 25862V105

| 1 | NAMES OF REPORTING PERSONS | | | | |
|---------------------|---|---------|--|--|--|
| | Michael J. Dominguez | | | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) | | | | |
| | (a) 🗆 | | | | |
| 3 | (b) 🗵 SEC USE ONLY | | | | |
| 3 | SEC USI | E ONL 1 | | | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | | | | |
| | United States | | | | |
| | | 5 | SOLE VOTING POWER | | |
| NII IN (IDE | ED OF | | | | |
| NUMBER OF SHARES | | 6 | SHARED VOTING POWER | | |
| BENEFIC | | U | SHARED VOTINGTOWER | | |
| OWNED BY | | | 26,290,908 (See Item 4) | | |
| EAC | | 7 | SOLE DISPOSITIVE POWER | | |
| REPORTING PERSON | | | | | |
| WITH | | 8 | SHARED DISPOSITIVE POWER | | |
| | | | | | |
| _ | T | | 26,290,908 (See Item 4) | | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | | | |
| | 26,290,9 | 08 (See | Item 4) | | |
| 10 | CHECK | BOX IF | THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) | | |
| | | | | | |
| 11 | PERCEN | IT OF C | CLASS REPRESENTED BY AMOUNT IN ROW (9) | | |
| 11 | LICEN | VI OI C | LASS REFRESENTED BY AMOUNT IN ROW (7) | | |
| | 15.5% (1 | 1) | | | |
| 12 | | | RTING PERSON (SEE INSTRUCTIONS) | | |
| | INI | | | | |
| | IN | | | | |

(1) All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

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CUSIP No. 25862V105

Item 1.

(a) Name of Issuer:

DoubleVerify Holdings, Inc. (the "Issuer")

(b) Address of Issuer's Principal Executive Offices:

The Issuer's principal executive offices are located at 462 Broadway, New York, New York 10013.

Item 2.

(a) Name of Person Filing:

This Schedule 13G is being jointly filed by each of the following persons pursuant to Rule 13d-1(k) promulgated by the Securities and Exchange Commission pursuant to Section 13 of the Act: Providence VII U.S. Holdings L.P. ("PEP VII"), Providence Equity GP VII-A L.P. ("PEP GP"), Providence Butternut Co-Investment L.P. ("PEP Butternut"), Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez (collectively, the "Reporting Persons").

The Reporting Persons have entered into a Joint Filing Agreement, dated February 14, 2022, a copy of which is attached a <u>Exhibit 99.1</u> to this Schedule 13G, pursuant to which the Reporting Persons agreed to file the original Schedule 13G and any amendments thereto jointly in accordance with the provisions of Rule 13d-1(k)(1) under the Act.

(b) Address of Principal Business Office or, if none, Residence

The address of the principal business office of each of the Reporting Persons is c/o Providence Equity Partners L.L.C., 50 Kennedy Plaza, 18th Floor, Providence, Rhode Island 02903.

(c) Citizenship:

| tem 3. | | If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a: |
|--------|----|--|
| | | 11 |
| | | 25862V105 |
| (e) |) | CUSIP Number: |
| | | Common stock, par value \$0.001 per share (the "Common Stock") |
| (d) | l) | Title of Class of Securities: |
| | | under the laws of the Cayman Islands. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Andrew A. Tisdale and Michael J. Dominguez are citizens of the United States and Karim A. Tabet is a citizen of France. |

PEP VII is a limited partnership organized under the laws of the State of Delaware. PEP GP and PEP Butternut are exempted limited partnerships organized

| tem 3. | If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a: |
|--------|---|
| | (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 780); |
| | (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c); |
| | (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c); |
| | (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8); |
| | (e) ☐ An investment adviser in accordance with §240.13d-1(b) (1)(ii)(E); |
| | (f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b) (1)(ii)(F); |
| | (g) ☐ A parent holding company or control person in accordance with §240.13d-1(b) (1)(ii)(G); |
| | (h) \square A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); |
| | (i) \square A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); |
| | (j) \square A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J); |
| | (k) \square Group, in accordance with § 240.13d-1(b)(1)(ii)(K). |
| | Not Applicable. |

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

26,122,547 shares of Common Stock are held directly by PEP VII and may be deemed to be beneficially owned by PEP GP because PEP GP is the general partner of PEP VII. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez control Providence Holdco (International) GP Ltd., which is the general partner of Providence Fund Holdco (International) L.P. Providence Fund Holdco (International) L.P. is the sole shareholder of PEP VII-A International Ltd., which is the general partner of PEP GP. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez may be deemed to exercise voting and investment power over, and thus may be deemed to beneficially own, the securities held by PEP VII due to their relationships with Providence Holdco (International) GP Ltd.

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168,361 shares of Common Stock are held directly by PEP Butternut and may be deemed to be beneficially owned by PEP GP because PEP GP is the general partner of PEP Butternut. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez control Providence Holdco (International) GP Ltd., which is the general partner of Providence Fund Holdco (International) L.P. Providence Fund Holdco (International) L.P. is the sole shareholder of PEP VII-A International Ltd., which is the general partner of PEP GP. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez may be deemed to exercise voting and investment power over, and thus may be deemed to beneficially own, the securities held by PEP Butternut due to their relationships with Providence Holdco (International) GP Ltd.

Each of the Reporting Persons, other than the direct holder of the securities, disclaims beneficial ownership of the shares of Common Stock owned by the other Reporting Persons except to the extent of its or his pecuniary interest therein and this report shall not be deemed an admission that any such Reporting Person is the beneficial owner of such securities for purposes of Section 13(d) of the Act, or for any other purpose.

(b) Percent of class:

In the aggregate, the Reporting Persons beneficially own 26,290,908 shares of Common Stock, or 15.5% of the total number of shares of Common Stock outstanding.

All percentages calculated in this Schedule 13G are based upon an aggregate of 169,986,052 shares of Common Stock outstanding as of November 6, 2023, as reported in the Issuer's quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on November 9, 2023.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

See the responses to Item 5 on the attached cover pages. (ii) Shared power to vote or to direct the vote: See the responses to Item 6 on the attached cover pages. (iii) Sole power to dispose or to direct the disposition: See the responses to Item 7 on the attached cover pages. (iv) Shared power to dispose or to direct the disposition: See the responses to Item 8 on the attached cover pages. Item 5. Ownership of Five Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \square : Item 6. Ownership of More than Five Percent on Behalf of Another Person. Not Applicable. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Item 7. Not Applicable. 13 Item 8. Identification and Classification of Members of the Group. The Reporting Persons may be deemed to be a "group" for purposes of Section 13(d)(3) of the Act. The Reporting Persons expressly disclaim that they have agreed to act as a group other than as described in this Schedule 13G. Notice of Dissolution of Group. Item 9. Not Applicable. Item 10. Certification. Not Applicable. 14 After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. By: Providence Equity GP VII-A L.P., its general partner By: PEP VII-A International Ltd., its general partner By: /s/ Sarah N. Conde Name: Sarah N. Conde

Signature

Date: February 12, 2024

PROVIDENCE VII U.S. HOLDINGS L.P.

Title: General Counsel, Managing Director & Chief Compliance Officer

PROVIDENCE EQUITY GP VII-A L.P. By: PEP VII-A International Ltd., its general partner

By: /s/ Sarah N. Conde

Title: General Counsel, Managing Director & Chief Compliance Officer

PROVIDENCE BUTTERNUT CO-INVESTMENT L.P. By: Providence Equity GP VII-A L.P., its general partner

By: PEP VII-A International Ltd., its general partner

By: /s/ Sarah N. Conde

Name: Sarah N. Conde

Title: General Counsel, Managing Director & Chief Compliance Officer

By: /s/ Sarah N. Conde

Name: Sarah N. Conde, as Attorney-in-Fact for Jonathan M. Nelson

By: /s/ Sarah N. Conde

Name: Sarah N. Conde, as Attorney-in-Fact for R. Davis Noell

By: /s/ Sarah N. Conde
Name: Sarah N. Conde, as Attorney-in-Fact for J. David Phillips

By: /s/ Sarah N. Conde
Name: Sarah N. Conde, as Attorney-in-Fact for Karim A. Tabet

By: /s/ Sarah N. Conde
Name: Sarah N. Conde
Name: Sarah N. Conde, as Attorney-in-Fact for Andrew A. Tisdale

By: /s/ Sarah N. Conde

Name: Sarah N. Conde, as Attorney-in-Fact for Michael J. Dominguez

AGREEMENT REGARDING THE JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree as follows:

- (i) Each of them is individually eligible to use the Schedule 13G to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and
- (ii) Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Date: February 14, 2022

PROVIDENCE VII U.S. HOLDINGS L.P. By: Providence Equity GP VII-A L.P., its general partner

By: PEP VII-A International Ltd., its general partner

By: /s/ Sarah N. Conde

Name: Sarah N. Conde

Title: Managing Director, General Counsel & Chief Compliance Officer

PROVIDENCE EQUITY GP VII-A L.P. By: PEP VII-A International Ltd., its general partner

By: /s/ Sarah N. Conde

Name: Sarah N. Conde

Title: Managing Director, General Counsel & Chief Compliance Officer

PROVIDENCE BUTTERNUT CO-INVESTMENT L.P. By: Providence Equity GP VII-A L.P., its general partner

By: PEP VII-A International Ltd., its general partner

By: /s/ Sarah N. Conde

Name: Sarah N. Conde

Title: Managing Director, General Counsel & Chief Compliance Officer

PROVIDENCE PUBLIC MASTER L.P. By: Providence Public GP L.L.C., its general partner

By: /s/ Sarah N. Conde

Name: Sarah N. Conde

Title: Managing Director, General Counsel & Chief Compliance Officer

By: /s/ Jonathan M. Nelson

Name: Jonathan M. Nelson

By: /s/ R. Davis Noell

Name: R. Davis Noell

By: /s/ J. David Phillips
Name: J. David Phillips

By: /s/ Karim A. Tabet

Name: Karim A. Tabet

By: /s/ Andrew A. Tisdale

Name: Andrew A. Tisdale

By: /s/ Michael J. Dominguez

Name: Michael J. Dominguez