

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Providence VII U.S. Holdings L.P.		2. Issuer Name and Ticker or Trading Symbol DoubleVerify Holdings, Inc. [DV]		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) _____	
(Last) (First) (Middle) C/O PROVIDENCE EQUITY PARTNERS L.L.C., 50 KENNEDY PLAZA, 18TH FL		3. Date of Earliest Transaction (Month/Day/Year) 04/23/2021			
(Street) PROVIDENCE, RI 02903		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _____ <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	04/23/2021		S		5,992,869 (1)	D	(1)	90,148,070	D (2) (3) (4)	
Common Stock	04/23/2021		C		871,520	A	\$ 0	871,520	I	By Providence Public Master L.P. (5)
Common Stock	04/23/2021		C		581,014	A	\$ 0	581,014	I	By Providence Butternut Co-Investment L.P. (6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number. SEC 1474 (9-02)

**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 Underlying Securities (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 of Derivative Security: 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				
Series A Preferred Stock	(5)	04/23/2021		C		2,614,561		(5)	(5)	Common Stock	2,614,561	\$ 0	0	I	By Providence Public Master L.P. (5)
Series A Preferred Stock	(6)	04/23/2021		C		1,743,041		(6)	(6)	Common Stock	1,743,041	\$ 0	0	I	By Providence Butternut Co-Investment L.P. (6)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Providence VII U.S. Holdings L.P. C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Providence Equity GP VII-A L.P. C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Providence Public Master L.P. C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Providence Butternut Co-Investment L.P. C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
NELSON JONATHAN M C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Phillips J. David C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Tabet Karim A C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Tisdale Andrew A C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		
Dominguez Michael J C/O PROVIDENCE EQUITY PARTNERS L.L.C. 50 KENNEDY PLAZA, 18TH FL PROVIDENCE, RI 02903		X		

## Signatures

Providence VII U.S. Holdings L.P.: /s/ Sarah N. Conde, Senior Legal Counsel & Chief Compliance Officer		04/27/2021
<small>**Signature of Reporting Person</small>		Date
Providence Equity GP VII-A L.P.: /s/ Sarah N. Conde, Senior Legal Counsel & Chief Compliance Officer		04/27/2021
<small>**Signature of Reporting Person</small>		Date
Providence Public Master L.P.: /s/ Sarah N. Conde, Senior Legal Counsel & Chief Compliance Officer		04/27/2021
<small>**Signature of Reporting Person</small>		Date
Providence Butternut Co-Investment L.P.: /s/ Sarah N. Conde, Senior Legal Counsel & Chief Compliance Officer		04/27/2021
<small>**Signature of Reporting Person</small>		Date
/s/ Sarah N. Conde, as Attorney-in-Fact for Jonathan M. Nelson		04/27/2021
<small>**Signature of Reporting Person</small>		Date
/s/ Sarah N. Conde, as Attorney-in-Fact for J. David Phillips		04/27/2021
<small>**Signature of Reporting Person</small>		Date
/s/ Sarah N. Conde, as Attorney-in-Fact for Karim A. Tabet		04/27/2021
<small>**Signature of Reporting Person</small>		Date
/s/ Sarah N. Conde, as Attorney-in-Fact for Andrew A. Tisdale		04/27/2021
<small>**Signature of Reporting Person</small>		Date
/s/ Sarah N. Conde, as Attorney-in-Fact for Michael J. Dominguez		04/27/2021
<small>**Signature of Reporting Person</small>		Date

## Explanation of Responses:

\* 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).

The securities reported represent 4,881,758 shares of common stock of DoubleVerify Holdings, Inc. (the "Issuer") sold by Providence VII U.S. Holdings L.P. ("Providence VII") in the Issuer's

(1) initial public offering (the "IPO") at a net price per share of \$25.38 after deducting underwriting discounts and commissions and 1,111,111 shares of the Issuer's common stock sold by Providence VII in a secondary transaction concurrent with the IPO at a price per share of \$27.00.

The securities reported are held directly by Providence VII and may be deemed to be beneficially owned by Providence Equity GP VII-A L.P. ("Providence GP") because Providence GP is the general partner of Providence VII. Jonathan M. Nelson, R. Davis Noell, J. David Phillips, Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez control Providence Holdco

(2) (International) GP Ltd. ("Holdco"), which is the general partner of Providence Fund Holdco (International) L.P. Providence Fund Holdco (International) L.P. is the general partner of PEP VII-A International Ltd., which is the general partner of Providence 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 Providence VII due to their relationships with Holdco. Each of Providence GP, Jonathan M. Nelson, R. Davis Noell, J. David Phillips,

(3) Karim A. Tabet, Andrew A. Tisdale and Michael J. Dominguez hereby disclaims beneficial ownership of the shares held by Providence VII, except to the extent of its or his pecuniary interest therein, and this form shall not be construed as an admission that any such reporting person is the beneficial owner of any of the securities reported on this form.

(4) R. Davis Noell has separately filed a Form 4.

The securities reported are held directly by Providence Public Master L.P., which had the right to acquire 871,520 shares of common stock of the Issuer upon the conversion of 2,614,561 shares of Series A Preferred Stock at a conversion rate of one-third of a share of common stock for every three shares of Series A Preferred Stock. Each outstanding share of Series A Preferred Stock automatically converted into one-third of a share of common stock of the Issuer for no additional consideration upon the completion of the IPO. Providence Public Master L.P. is an investment fund affiliated with Providence VII and thus Providence VII may be deemed to beneficially own the securities held by Providence Public Master L.P.

(5)

The securities reported are held directly by Providence Butternut Co-Investment L.P., which had the right to acquire 581,014 shares of common stock of the Issuer upon the conversion of 1,743,041 shares of Series A Preferred Stock at a conversion rate of one-third of a share of common stock for every three shares of Series A Preferred Stock. Each outstanding share of Series A Preferred Stock automatically converted into one-third of a share of common stock of the Issuer for no additional consideration upon the completion of the IPO. Providence Butternut Co-Investment L.P. is an investment fund affiliated with Providence VII and thus Providence VII may be deemed to beneficially own the securities held by Providence Butternut Co-Investment L.P.

(6)

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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