

# 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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person McLaughlin Matthew F.		2. Issuer Name and Ticker or Trading Symbol DoubleVerify Holdings, Inc. [DV]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Operating Officer	
(Last) (First) (Middle) C/O DOUBLEVERIFY HOLDINGS, INC., 233 SPRING STREET		3. Date of Earliest Transaction (Month/Day/Year) 11/30/2021			
(Street) NEW YORK, NY 10013		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**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	11/30/2021		M		360,000	A	\$ 2.01	870,191	I	By Trust (1)
Common Stock	11/30/2021		F(2)		182,709	D	\$ 30.9686 (3)	687,482	I	By Trust (1)
Common Stock	11/30/2021		F(2)		33,291	D	\$ 31.5984 (4)	654,191	I	By Trust (1)
Common Stock	12/01/2021		M		241,412	A	\$ 2.01	895,603	I	By Trust (1)
Common Stock	12/01/2021		F(5)		72,505	D	\$ 30.018 (6)	823,098	I	By Trust (1)
Common Stock	12/01/2021		F(5)		72,342	D	\$ 30.7971 (7)	750,756	I	By Trust (1)

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

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**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				
Options (Rights to Buy)	\$ 2.01	11/30/2021		M		360,000 (8)		11/22/2021	09/20/2027	Common Stock	360,000	\$ 0	241,412	I	By Trust (1)
Options (Rights to Buy)	\$ 2.01	12/01/2021		M		241,412 (8)		11/22/2021	09/20/2027	Common Stock	241,412	\$ 0	0	I	By Trust (1)

## Reporting Owners

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

McLaughlin Matthew F. C/O DOUBLEVERIFY HOLDINGS, INC. 233 SPRING STREET NEW YORK, NY 10013			Chief Operating Officer	
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**Signatures**

/s/ Andrew E. Grimmig, as Attorney-in-Fact for Matthew F. McLaughlin		12/02/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

**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).
- (1) Represents shares and options held by The McLaughlin Family Trust for which Mr. McLaughlin is a trustee.
- (2) Represents shares disposed to pay the exercise price and satisfy tax obligations in connection with the exercise of 360,000 options on November 30, 2021.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$30.35 to \$31.34, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$31.35 to \$31.97, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (4) Represents shares disposed to pay the exercise price and satisfy tax obligations in connection with the exercise of 241,412 options on December 1, 2021.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$29.52 to \$30.51, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$30.53 to \$31.19, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (6) Represents non-qualified stock options granted on September 20, 2017 that vested on November 22, 2021 upon Providence VII U.S. Holdings L.P. receiving cumulative cash proceeds in respect of its investment in the Issuer equal to two times its aggregate cash investment in the Issuer.
- (7)
- (8)

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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