FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | APPROVAL | |
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| CHAIR | APPRUMAL | |
| | | |

| OMB Number: | 3235-0287 | | | |
|--------------------------|-----------|--|--|--|
| Estimated average burden | | | | |
| hours per response: | 0.5 | | | |

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

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

| Name and Address of Reporting Person* Eddleman Julie | | | 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 | | | | |
|---|------------|-------|--|--|---|-----------------------|--|--|
| | | , | 3. Date of Earliest Transaction (Month/Day/Year) 04/26/2023 | X | Officer (give title below) Global Chief Comm | Other (specify below) | | |
| 462 BROADWAY (Street) | | 10013 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | Individual or Joint/Group Filing (Check Applicable Lin X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| NEW YORK (City) | NY (State) | (Zip) | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contra affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | ct, instructi | ion or written plan that is intende | d to satisfy the | | |

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) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | | Price | Transaction(s) (Instr. 3 and 4) | | | | |
| Common Stock | 04/26/2023 | | M | | 12,323 | A | \$0.00(1) | 131,954 | D | |
| Common Stock | 04/26/2023 | | F ⁽²⁾ | | 3,434 | D | \$29.62 | 128,520 | 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. Transac Code (In 8) | | Derivative | | 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) | Reported | 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 | | Transaction(s) (Instr. 4) | | |
| Restricted Stock Units | (3) | 04/26/2023 | | M | | | 12,323 | (1) | (1) | Common Stock | 12,323 | \$0.00 | 86,256 | D | |

Explanation of Responses:

- 1. Each restricted stock unit ("RSU") was granted on January 28, 2021 and represents a right to receive one share of common stock on a one-to-one basis. 25% of the RSUs vested and were settled on April 20, 2021, upon the initial public offering of common stock of DoubleVerify Holdings, Inc. 25% of the remaining RSUs vested and were settled on January 26, 2022, and the other remaining RSUs have continued, and will continue, to vest at a rate of 6.25% per quarter thereafter, subject to Ms. Eddleman's continued employment through the applicable vesting date.
- 2. Represents shares withheld to satisfy tax obligations in connection with the vesting of 12,323 RSUs on April 26, 2023.
- 3. RSUs convert into common stock on a one-for-one basis.

Remarks:

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

04/28/2023

<u>Eddleman</u>

** 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.