SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
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☐ 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.

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

1. Name and Address of Reporting Person*
Offer Or

(Last) (First) (Middle)
87 HAZOREA ST.

(Street)
KFAR SHMARYAHU L3

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
SIMILARWEB LTD. [SMWB]

3. Date of Earliest Transaction (Month/Day/Year)
08/26/2026

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)
Chief Executive Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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			
Ordinary shares	08/26/2026		M		164,817[(2)]	A	$2.71	4,763,108	D	
Ordinary shares	08/26/2026		S		164,817	D	$9.0006[(3)]	4,598,291	D	
Ordinary shares	08/26/2026		M		39,302[(2)]	A	$2.71	4,637,593	D	
Ordinary shares	08/26/2026		S		39,302	D	$9.0121[(4)]	4,598,291	D	
Ordinary shares	08/26/2026		M		39,000[(2)]	A	$0.4	4,637,291	D	
Ordinary shares	08/26/2026		S		39,000	D	$9.0043[(5)]	4,598,291	D	
Ordinary shares	08/26/2026		M		140,008[(2)]	A	$3.04	4,738,299	D	
Ordinary shares	08/26/2026		S		140,008	D	$9.0054[(6)]	4,598,291	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				
Options to purchase one Ordinary Share	$2.71	08/26/2026		M[(1)]			164,817	11/20/2020	11/19/2028	Ordinary shares	164,817	$0	400,000	D	
Options to purchase one Ordinary Share	$2.71	08/26/2026		M[(1)]			39,302	11/20/2019	11/19/2028	Ordinary shares	39,302	$0	400,000	D	
Options to purchase one Ordinary Share	$0.4	08/26/2026		M[(1)]			39,000	02/14/2015	02/14/2028	Ordinary shares	39,000	$0	700,000	D	
Options to purchase one Ordinary Share	$3.04	08/26/2026		M[(1)]			140,008	01/29/2022	01/28/2031	Ordinary shares	140,008	$0	0	D	

Explanation of Responses:

1. The options reported herein were exercised and the underlying shares were sold on the same date as reported in Table I.
2. The shares were acquired upon the exercise of stock options

3. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from $9.00 to $9.01. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request

4. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from $9.012 to $9.03. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request

5. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from $9.00 to $9.05. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request

6. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from $9.00 to $9.055. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request

/s/ Meirav Shemesh on behalf of Oppenheimer Israel, as Attorney-in-fact	08/27/2026
** 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.