1. Name and Address of Reporting Person

Goel Amar K.

C/O PUBMATIC, INC.
601 MARSHALL STREET
REDWOOD CITY CA 94063

2. Issuer Name and Ticker or Trading Symbol

PubMatic, Inc. [ PUBM ]

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

06/01/2022

5. Relationship of Reporting Person(s) to Issuer

X Director
X 10% Owner
Chairman, Chief Growth Officer

4. If Amendment, Date of Original Filed

06/01/2022

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

Class A Common Stock

2. Transaction Date (Month/Day/Year)

06/01/2022

3A. Deemed Execution Date, if any (Month/Day/Year)

S

4. Transaction Code (Instr. 8)

D

5. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

1,736

6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

$20.03

7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

8. Nature of Indirect Beneficial Ownership (Instr. 4)

V

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Transaction Date (Month/Day/Year)

4. Transaction Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 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)

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

Remarks:

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).


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.