van der Zweep Michael  
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

4. If Amendment, Date of Original Filed (Month/Day/Year)  

5. Relationship of Reporting Person(s) to Issuer  
Director  
10% Owner  
Controller

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Number of Shares Acquired (A) or Disposed Of (D) (Instr. 4)</th>
<th>Date Exercisable or Expiration Date (Month/Day/Year)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Code (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>06/01/2022</td>
<td>1.250(1) <strong>(2)</strong></td>
<td>$19.2696**(3)**</td>
<td>443</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 4)</th>
<th>Number of Derivatives Securities Acquired (A) or Disposed of (D) (Instr. 4)</th>
<th>Date Exercisable or Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Derivatives Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

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.
2. These securities were acquired by the Reporting Person on May 31, 2022 pursuant to the Issuer's employee stock purchase plan.
3. The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $19.16 to $19.50 per share, 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 in this footnote.

Remarks:

/s/ Thomas Chow, Attorney-in-Fact  
06/03/2022  
** 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.