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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 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.

1. Name and Address of Reporting Person * <u>SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P.</u> (Last) (First) (Middle) C/O: SHIMONY HOUSE OF FINANCE, 26 BEN GURION ST., P.O BOX 2058, BNEI BRAK (Street) RAMAT GAN L3 5112001 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Innovid Corp. [CTV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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			
Common Stock	05/22/2024		S		8,000,000	D	\$2.1	9,697,224	I	See Footnote ⁽¹⁾⁽²⁾

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					

1. Name and Address of Reporting Person *
SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P.
 (Last) (First) (Middle)
 C/O: SHIMONY HOUSE OF FINANCE, 26 BEN GURION ST., P.O BOX 2058, BNEI BRAK
 (Street)
 RAMAT GAN L3 5112001
 (City) (State) (Zip)

1. Name and Address of Reporting Person *
SC ISRAEL IV GENPAR, LTD.
 (Last) (First) (Middle)
 C/O: SHIMONY HOUSE OF FINANCE, 26 BEN GURION ST., P.O BOX 2058, BNEI BRAK
 (Street)
 RAMAT GAN L3 5112001
 (City) (State) (Zip)

1. Name and Address of Reporting Person *
[SC ISRAEL IV MANAGEMENT, L.P.](#)

(Last) (First) (Middle)

C/O: SHIMONY HOUSE OF FINANCE, 26 BEN
GURION ST., P.O BOX 2058, BNEI BRAK

(Street)
RAMAT GAN L3 5112001

(City) (State) (Zip)

1. Name and Address of Reporting Person *
[SEQUOIA CAPITAL ISRAEL IV, L.P.](#)

(Last) (First) (Middle)

C/O: SHIMONY HOUSE OF FINANCE, 26 BEN
GURION ST., P.O BOX 2058, BNEI BRAK

(Street)
RAMAT GAN L3 5112001

(City) (State) (Zip)

1. Name and Address of Reporting Person *
[Levy Shmuel](#)

(Last) (First) (Middle)

C/O: SHIMONY HOUSE OF FINANCE, 26 BEN
GURION ST., P.O BOX 2058, BNEI BRAK

(Street)
RAMAT GAN L3 5112001

(City) (State) (Zip)

1. Name and Address of Reporting Person *
[SADGER HAIM](#)

(Last) (First) (Middle)

C/O: SHIMONY HOUSE OF FINANCE, 26 BEN
GURION ST., P.O BOX 2058, BNEI BRAK

(Street)
RAMAT GAN L3 5112001

(City) (State) (Zip)

Explanation of Responses:

1. SC ISRAEL IV GENPAR, LTD is the general partner of SC ISRAEL IV MANAGEMENT, L.P., which is the general partner of SEQUOIA CAPITAL ISRAEL IV L.P., which owns 100% of SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P. As such, SC ISRAEL IV GENPAR, LTD shares voting and dispositive power with respect to the shares held by SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P. The directors and stockholders of SC ISRAEL IV GENPAR, LTD, who exercise voting and investment discretion with respect to the shares held by SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P. are Shmuel Levy and Haim Sadger. As a result, and by virtue of the relationship described in this footnote, each such person may be deemed to share voting and dispositive power with respect to the shares held by the Sequoia Capital Israel IV Holdings, L.P.

2. Each of SC ISRAEL IV GENPAR, LTD, SC ISRAEL IV MANAGEMENT, L.P., SEQUOIA CAPITAL ISRAEL IV L.P., Mr. Levy and Mr. Sadger disclaims beneficial ownership of the shares held by SEQUOIA CAPITAL ISRAEL IV HOLDINGS, L.P. except to the extent of its or his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

[/s/ By Shmuel Levy, a Director of
SC ISRAEL IV GENPAR, LTD](#) 05/24/2024

[/s/ By Shmuel Levy, a Director of
SC ISRAEL IV GENPAR, LTD,
the general partner of SC ISRAEL
IV MANAGEMENT, L.P.](#) 05/24/2024

[/s/ By Shmuel Levy, a Director of
SC ISRAEL IV GENPAR, LTD,
the general partner of SC ISRAEL
IV MANAGEMENT, L.P., the
general partner of SEQUOIA
CAPITAL ISRAEL IV L.P.](#) 05/24/2024

/s/ By Shmuel Levy, a Director of
SC ISRAEL IV GENPAR, LTD,
the general partner of SC ISRAEL
IV MANAGEMENT, L.P., the
general partner of SEQUOIA 05/24/2024
CAPITAL ISRAEL IV L.P.,
which owns 100% of SEQUOIA
CAPITAL ISRAEL IV
HOLDINGS, L.P.

/s/ Shmuel Levy 05/24/2024

/s/ Haim Sadger 05/24/2024

** 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.