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

1. Name and Address of Reporting Person
   Kiviat Jason
   (Last) (First) (Middle)
   111 WEST 19TH STREET
   NEW YORK NY 10011

2. Issuer Name and Ticker or Trading Symbol
   Outbrain Inc. [ OB ]

3. Date of Earliest Transaction (Month/Day/Year)
   04/07/2023

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

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   Director
   X 10% Owner
   Other (specify below)
   Chief Financial 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

<p>| | | | | |</p>
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</thead>
<tbody>
<tr>
<td>1. Title of Security (Instr. 3)</td>
<td>2. Transaction Date (Month/Day/Year)</td>
<td>2A. Deemed Execution Date, if any (Month/Day/Year)</td>
<td>3. Transaction Code (Instr. 8)</td>
<td>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</td>
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<tr>
<td>Common Stock</td>
<td>04/07/2023</td>
<td>F</td>
<td>387</td>
<td>D</td>
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Explanation of Responses:
1. Shares withheld by the Company to cover tax obligations arising upon vesting and settlement of restricted stock units under the registrant's 2007 Omnibus Securities and Incentive Plan in a transaction exempt under Rule 16b-3.

Remarks:

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.