

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2025-05-22** | Period of Report: **2025-05-20**

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REPORTING OWNER

McVeety Kristen J

CIK: **2058048**

Type: **4** | Act: **34** | File No.: **001-42563** | Film No.: **25978889**

Mailing Address
C/O COREWEAVE, INC.
290 WEST MT. PLEASANT
AVENUE, SUITE 4100
LIVINGSTON NJ 07039

ISSUER

CoreWeave, Inc.

CIK: **1769628** | IRS No.: **823060021** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7372** Prepackaged software

Mailing Address
290 W. MT. PLEASANT
AVENUE, SUITE 4100
LIVINGSTON NJ 07039

Business Address
290 W. MT. PLEASANT
AVENUE, SUITE 4100
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(973) 270-9737

FORM 4

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

**UNITED STATES SECURITIES AND
EXCHANGE COMMISSION****Washington, D.C. 20549****OMB APPROVAL**

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**STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person McVeety Kristen J (Last) (First) (Middle) C/O COREWEAVE, INC., 290 WEST MT. PLEASANT AVENUE, SUITE 4100 (Street) LIVINGSTON, NJ 07039 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol CoreWeave, Inc. [CRWV] 3. Date of Earliest Transaction (Month/Day/Year) 05/20/2025 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> Officer (give title below) GC and Secretary ____ 10% Owner ____ Other (specify below) 6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person
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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			
Class A Common Stock	05/20/2025		<u>M</u>		4,347	A	\$ 0	4,347	D	
Class A Common Stock	05/20/2025		<u>F</u> ⁽¹⁾		2,220	D	\$100.16	2,127	D	
Class A Common Stock								95,000	I	Jackfruit 2024 GRAT ⁽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 of Derivative Security: 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				
Restricted Stock Units	⁽³⁾	05/20/2025		<u>M</u>			4,347	⁽⁴⁾	⁽⁵⁾	Class A Common Stock	4,347	\$ 0	65,213	D	

Explanation of Responses:

1. The transaction represents the number of shares of Class A Common Stock withheld by the Issuer to satisfy tax withholding liabilities in connection with the net settlement of restricted stock units.
2. The reported securities are directly held by the Jackfruit 2024 GRAT, of which the reporting person is the sole trustee and beneficiary.
3. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock upon settlement.
4. The award vested or vests as to 1/16 of the total award on the 20th calendar day of May, August, and November, and February, subject to the reporting person's continued service to the Issuer on each vesting date, with the first tranche vested on May 20, 2025.
5. These restricted stock units do not expire; they either vest or are cancelled prior to the vesting date.

Signatures

/s/ Kristen McVeety

** Signature of Reporting Person

05/22/2025

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.