

FORM 4

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  
or Section 30(h) of the Investment Company Act of 1940

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

☐ 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>Steelberg Ryan</u>  (Last) (First) (Middle)  <u>C/O VERITONE, INC.</u> <u>1615 PLATTE STREET, 2ND FLOOR</u>  (Street) <u>DENVER</u> <u>CO</u> <u>80202</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Veritone, Inc. [ VERI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <b>PRESIDENT AND CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/12/2025</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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	08/12/2025		A <sup>(1)</sup>		366,300 <sup>(1)</sup>	A	\$2.73 <sup>(2)</sup>	581,474	I	The RSS Living Trust, dated April 6, 2012 <sup>(3)</sup>
Common Stock								906,073	D	
Common Stock								2,003,349	I	RVH, LLC <sup>(4)</sup>

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		Date Exercisable	Expiration Date					

Explanation of Responses:

1. The shares were issued pursuant to a securities purchase agreement, dated June 30, 2025, between the Issuer and the Reporting Person, pursuant to which the Reporting Person agreed to purchase from the Issuer, and the Issuer agreed to issue and sell to the Reporting Person, shares of the Issuer's common stock for a gross aggregate offering price of \$1.0 million, at a price per share equal to the greater of (i) \$1.41 (representing the consolidated closing bid price of the Issuer's common stock on June 27, 2025) and (ii) the consolidated closing bid price of the Issuer's common stock on the date that is the second full trading day after the date on which the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2025 is filed with the SEC. In accordance with SEC rules, the transaction became reportable pursuant to Section 16 of the Securities Exchange Act upon the fixing of the purchase price on August 12, 2025.
2. The price is equal to the consolidated closing bid price of the Issuer's common stock on August 12, 2025.
3. Reporting person is the trustee of The RSS Living Trust dated April 6, 2012 and, as such, reporting person may be deemed a beneficial owner of such shares. Reporting person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.
4. Shares are held by RVH, LLC, a limited liability company. Reporting person is the sole manager and member of RVH, LLC.

/s/ Ryan Steelberg

08/13/2025

\*\* 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.