

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

OMB APPROVAL	
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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>Feldman Andrew D.</u> (Last) (First) (Middle) C/O CEREBRAS SYSTEMS INC. 1237 E. ARQUES AVENUE (Street) SUNNYVALE CA 94085 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Cerebras Systems Inc. [CBRS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CEO, President
	3. Date of Earliest Transaction (Month/Day/Year) 06/25/2026	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	06/25/2026		C		17,990 ⁽¹⁾	A	(1)	17,990	D	
Class A Common Stock	06/25/2026		S		4,028 ⁽²⁾	D	\$169.07 ⁽³⁾	13,962	D	
Class A Common Stock	06/25/2026		S		8,602 ⁽²⁾	D	\$170.58 ⁽⁴⁾	5,360	D	
Class A Common Stock	06/25/2026		S		700 ⁽²⁾	D	\$171.53 ⁽⁵⁾	4,660	D	
Class A Common Stock	06/25/2026		S		160 ⁽²⁾	D	\$172.03 ⁽⁶⁾	4,500	D	
Class A Common Stock	06/25/2026		S		400 ⁽²⁾	D	\$173.5 ⁽⁷⁾	4,100	D	
Class A Common Stock	06/25/2026		S		300 ⁽²⁾	D	\$175.7 ⁽⁸⁾	3,800	D	
Class A Common Stock	06/25/2026		S		300 ⁽²⁾	D	\$178.81 ⁽⁹⁾	3,500	D	
Class A Common Stock	06/25/2026		S		400 ⁽²⁾	D	\$180.25 ⁽¹⁰⁾	3,100	D	
Class A Common Stock	06/25/2026		S		500 ⁽²⁾	D	\$181.15 ⁽¹¹⁾	2,600	D	
Class A Common Stock	06/25/2026		S		400 ⁽²⁾	D	\$182.55 ⁽¹²⁾	2,200	D	
Class A Common Stock	06/25/2026		S		500 ⁽²⁾	D	\$183.71 ⁽¹³⁾	1,700	D	
Class A Common Stock	06/25/2026		S		1,700 ⁽²⁾	D	\$184.73 ⁽¹⁴⁾	0	D	

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	Title	Amount or Number of Shares				
Class B Common Stock	(1)	06/25/2026		C			17,990	(1)	(1)	Class A Common Stock	17,990	\$0	14,038,631	D	
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	50,000		50,000	I	By GRAT 1
Class B Common Stock	(1)							(1)	(1)	Class A Common Stock	50,000		50,000	I	By GRAT 2

Explanation of Responses:

1. The Class B Common Stock is convertible into an equal number of Class A Common Stock at any time, at the Reporting Person's election, and has no expiration date.
 2. These shares were sold by the Reporting Person to cover tax withholding obligations in connection with the settlement of restricted stock units, resulting in the automatic conversion of the shares into Class A Common Stock immediately prior to execution of the sale. The sale was to satisfy tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary transaction by the Reporting Person. The Reporting Person is subject to a lock-up agreement that that was entered into with underwriters in connection with the Issuer's initial public offering and expires on the earlier of (i)

6:00 a.m. Eastern Time on the second trading day following the Issuer's release of earnings for the quarter ending September 30, 2026 or (ii) November 9, 2026. The sale of shares is a permissible exemption under the terms of the lock-up agreement.

3. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$168.90 to \$169.87, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

4. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$169.90 to \$170.60, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

5. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$170.90 to \$171.71, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

6. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$171.92 to \$172.09, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

7. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$173.18 to \$173.81, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

8. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$175.61 to \$175.87, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

9. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$178.51 to \$179.06, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

10. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$179.79 to \$180.69, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

11. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$181.01 to \$181.26, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

12. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$182.28 to \$183.14, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

13. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$183.51 to \$184.04, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

14. The sale price reported in Column 4 of Table 1 represents the weighted average sale price of the shares sold ranging from \$184.51 to \$185.01, inclusive. Upon request by the staff of the Securities and Exchange commission, the Issuer, or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

Remarks:

/s/ Robert Mills, Attorney-in-
fact 06/29/2026

** 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.

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