

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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>Lightspeed Venture Partners IX, L.P.</u> (Last) (First) (Middle) <u>C/O LIGHTSPEED VENTURE PARTNERS</u> <u>2200 SAND HILL ROAD</u> (Street) <u>MENLO PARK CA 94025</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Netskope Inc [NTSK]</u> Foreign Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☒ 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/10/2026</u>	
	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	09/10/2026		C		3,034,693	A	(1)	3,034,693	I	By Lightspeed Venture Partners IX, L.P. ⁽²⁾
Class A Common Stock	09/10/2026		J ⁽³⁾		3,034,693	D	\$0	0	I	By Lightspeed Venture Partners IX, L.P. ⁽²⁾
Class A Common Stock	09/10/2026		J ⁽⁴⁾		792,813	A	\$0	792,813	I	By Lightspeed General Partner IX, L.P. ⁽⁵⁾
Class A Common Stock	09/10/2026		J ⁽⁶⁾		792,813	D	\$0	0	I	By Lightspeed General Partner IX, L.P. ⁽⁵⁾
Class A Common Stock	09/10/2026		J ⁽⁷⁾		10,621	A	\$0	10,621	I	By Lightspeed Management Company, L.L.C. ⁽⁸⁾
Class A Common Stock	09/11/2026		S		10,621	D	\$14.9 ⁽⁹⁾	0	I	By Lightspeed Management Company, L.L.C. ⁽⁸⁾

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)	09/10/2026		C			3,034,693	(10)	(10)	Class A Common Stock	3,034,693	(1)	14,161,900	I	By Lightspeed Venture Partners IX, L.P. ⁽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	Title	Amount or Number of Shares				
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	15,608,645		15,608,645	I	By Lightspeed SPV II, LLC ⁽¹¹⁾
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	7,765,561		7,765,561	I	By Lightspeed SPV II-B, LLC ⁽¹²⁾
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	8,818,610		8,818,610	I	By Lightspeed Venture Partners Select, L.P. ⁽¹³⁾
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	7,508,890		7,508,890	I	By Lightspeed Venture Partners Select II, L.P. ⁽¹⁴⁾
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	2,690,640		2,690,640	I	By Lightspeed Opportunity Fund, L.P. ⁽¹⁵⁾
Class B Common Stock	(10)							(10)	(10)	Class A Common Stock	500		500	I	By LSS Fund II, LLC ⁽¹⁶⁾

1. Name and Address of Reporting Person*

Lightspeed Venture Partners IX, L.P.

(Last) (First) (Middle)

C/O LIGHTSPEED VENTURE PARTNERS
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Lightspeed General Partner IX, L.P.

(Last) (First) (Middle)

C/O LIGHTSPEED VENTURE PARTNERS
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Lightspeed Ultimate General Partner IX, Ltd.

(Last) (First) (Middle)

C/O LIGHTSPEED VENTURE PARTNERS
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Lightspeed SPV II, LLC

(Last) (First) (Middle)

C/O LIGHTSPEED VENTURE PARTNERS
2200 SAND HILL ROAD

(Street)
MENLO PARK CA 94025

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Lightspeed SPV II-B, LLC		
(Last)	(First)	(Middle)
C/O LIGHTSPEED VENTURE PARTNERS		
2200 SAND HILL ROAD		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
LS SPV Management, LLC		
(Last)	(First)	(Middle)
C/O LIGHTSPEED VENTURE PARTNERS		
2200 SAND HILL ROAD		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Lightspeed Management Company, L.L.C.		
(Last)	(First)	(Middle)
C/O LIGHTSPEED VENTURE PARTNERS		
2200 SAND HILL ROAD		
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

Explanation of Responses:

1. Each share of Class B common stock was converted into one share of Class A Common Stock for no additional consideration.
2. Shares are held by Lightspeed Venture Partners IX, L.P. ("Lightspeed IX"). Lightspeed General Partner IX, L.P. ("LGP IX") is the general partner of Lightspeed IX. Lightspeed Ultimate General Partner IX, Ltd. ("LUGP IX") is the general partner of LGP IX. Each of LGP IX and LUGP IX disclaims beneficial ownership of these shares except to the extent of its respective pecuniary interest therein.
3. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by Lightspeed IX to its general partner and limited partners without additional consideration.
4. Represents receipt of shares in the distribution in kind described in footnote (3).
5. Shares are held by LGP IX. LUGP IX is the general partner of LGP IX. LUGP IX disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.
6. Represents a pro rata, in-kind distribution, and not a purchase or sale of securities, by LGP IX to its limited partners without additional consideration.
7. Represents receipt of shares in the distribution in kind described in footnote (6).
8. Shares are held by Lightspeed Management Company, L.L.C.
9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.60 to \$15.00 inclusive. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
10. Each share of Class B Common Stock is convertible into one share of Class A Common Stock (A) at any time at the option of the holder or (B) automatically on September 19, 2035 as set forth in the Issuer's amended and restated certificate of incorporation.
11. Shares are held by Lightspeed SPV II, LLC ("Lightspeed SPV II"). LS SPV Management, LLC ("LS SPV") is the manager of Lightspeed SPV II. LS SPV disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.
12. Shares are held by Lightspeed SPV II-B, LLC ("Lightspeed SPV II-B"). LS SPV is the manager of Lightspeed SPV II-B. LS SPV disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.
13. Shares are held by Lightspeed Venture Partners Select, L.P. ("Lightspeed Select"). Lightspeed General Partner Select, L.P. ("LGP Select") is the general partner of Lightspeed Select. Lightspeed Ultimate General Partner Select, Ltd. ("LUGP Select") is the general partner of LGP Select. Each of LGP Select and LUGP Select disclaims beneficial ownership of these shares except to the extent of its respective pecuniary interest therein.
14. Shares are held by Lightspeed Venture Partners Select II, L.P. ("Lightspeed Select II"). Lightspeed General Partner Select II, L.P. ("LGP Select II") is the general partner of Lightspeed Select II. Lightspeed Ultimate General Partner Select II, Ltd. ("LUGP Select II") is the general partner of LGP Select II. Each of LGP Select II and LUGP Select II disclaims beneficial ownership of these shares except to the extent of its respective pecuniary interest therein.
15. Shares are held by Lightspeed Opportunity Fund, L.P. ("Opportunity"). Lightspeed General Partner Opportunity Fund, L.P. ("LGP Opportunity") is the general partner of Opportunity. Lightspeed Ultimate General Partner Opportunity Fund, Ltd. ("LUGP Opportunity") is the general partner of LGP Opportunity. Each of LGP Opportunity and LUGP Opportunity disclaims beneficial ownership of these shares except to the extent of its respective pecuniary interest therein.
16. Shares are held by LSS Fund II, LLC ("LSS Fund II"). Lightspeed Scout Management, LLC ("Scout Mgmt") is the manager of LSS Fund II. Each of the Reporting Persons disclaims beneficial ownership of these shares except to the extent of its respective pecuniary interest therein.

Remarks:

This Form 4 is the first of two Forms 4 filed relating to the same events. Combined, the two Form 4s report the holdings for the following Reporting Persons: Lightspeed Venture Partners IX, L.P., Lightspeed General Partner IX, L.P., Lightspeed Ultimate General Partner IX, Ltd., Lightspeed SPV II, LLC, Lightspeed SPV II-B, LLC, LS SPV Management, LLC, Lightspeed Venture Partners Select, L.P., Lightspeed General Partner Select, L.P., Lightspeed Ultimate General Partner Select, Ltd., Lightspeed Venture Partners Select II, L.P., Lightspeed General Partner Select II, L.P., Lightspeed Ultimate General Partner Select II, Ltd., Lightspeed Opportunity Fund, L.P., Lightspeed General Partner Opportunity Fund, L.P., Lightspeed Ultimate General Partner Opportunity Fund, Ltd. and Lightspeed Management Company, L.L.C. This Form 4 has been split into two filings because there are more than 10 reporting persons in total, and the SEC's EDGAR filing system limits a single Form 4 to a maximum of 10 reporting persons.

[Lightspeed Venture Partners IX, L.P., By Lightspeed General Partner IX, L.P., its General Partner, By Lightspeed Ultimate General Partner IX, Ltd., its General Partner, By /s/ Ravi Mhatre, Director](#) [09/14/2026](#)

[Lightspeed General Partner IX, L.P., By Lightspeed Ultimate General Partner IX, Ltd., its](#) [09/14/2026](#)

<u>General Partner, By /s/ Ravi Mhatre, Director</u>	
<u>Lightspeed Ultimate General Partner IX, Ltd., By /s/ Ravi Mhatre, Director</u>	<u>09/14/2026</u>
<u>Lightspeed SPV II, LLC, By LS SPV Management, LLC, its Manager, By /s/ Ravi Mhatre, Managing Member</u>	<u>09/14/2026</u>
<u>Lightspeed SPV II-B, LLC, By LS SPV Management, LLC, its Manager, By /s/ Ravi Mhatre, Managing Member</u>	<u>09/14/2026</u>
<u>LS SPV Management, LLC, By /s/ Ravi Mhatre, Managing Member</u>	<u>09/14/2026</u>
<u>Lightspeed Management Company, L.L.C., By /s/ Ravi Mhatre, Managing Member</u>	<u>09/14/2026</u>
** 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.