SEC Form 4

Instruction 1(b)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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	STATEMENT OF CHANCES IN DENEELCIAL OWNERSHIP
Check this box if no longer subject to	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Section 16. Form 4 or Form 5	
obligations may continue. See	

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 [*] Chow Margaret	2. Issuer Name and Ticker or Trading Symbol <u>Couchbase, Inc.</u> [BASE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) (First) (Middle) C/O COUCHBASE, INC.	3. Date of Earliest Transaction (Month/Day/Year) 02/02/2024	X Officer (give title Other (specify below) below) SVP & Chief Legal Officer			
3250 OLCOTT STREET	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)		X Form filed by One Reporting Person			
SANTA CLARA CA 95054		Form filed by More than One Reporting Person			
(City) (State) (Zip)	Rule 10b5-1(c) Transaction Indication				
	Check this box to indicate that a transaction was made pursuant t satisfy the affirmative defense conditions of Rule 10b5-1(c). See I	to a contract, instruction or written plan that is intended to Instruction 10.			

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(instr. 4)
Common Stock	02/02/2024		М		4,620	A	\$7.75	166,723	D	
Common Stock	02/02/2024		S		4,620(1)	D	\$ 27.5049 ⁽²⁾	162,103	D	
Common Stock	02/05/2024		М		380	A	\$7.75	162,483	D	
Common Stock	02/05/2024		S		380(1)	D	\$27.5	162,103	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Date Execution Date Transaction of Expiration Date (Month/Day/Year) Amount of Derivative derivative Ownership of Indirect Derivative Security (Instr. 3) or Exercise Price of if any (Month/Day/Year) Code (Instr. 8) Securities Underlying Security (Instr. 5) Securities Beneficially Form: Direct (D) Beneficial Ownership (Month/Day/Year) Securities Derivative Acquired **Derivative Security** Owned or Indirect (Instr. 4) (A) or Disposed Following Reported Security (Instr. 3 and 4) (I) (Instr. 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount Number Date Expiration Date of Code ν (A) (D) Exercisable Title Shares Stock Commor \$7.75 02/02/2024 М 4,620 (3) 06/23/2030 4,620 \$<mark>0</mark> 156,379 D Option Stock Stock Commor \$7.75 02/05/2024 М 380 (3) 06/23/2030 380 \$<mark>0</mark> 155,999 D Optior Stock

Explanation of Responses:

1. The sale reported on this Form 4 represents shares sold by the Reporting Person pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on 10/2/2023.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27,5000 to \$27,5400, inclusive. The Reporting Person undertakes 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.

3. One fourth (1/4th) of the shares subject to the option vested on March 2, 2021 and one forty-eighth (1/48th) of the shares vest monthly thereafter, subject to the Reporting Person's continued service through each such date.

Remarks:

/s/ Margaret Chow

02/06/2024 Date

** Signature of Reporting Person

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.