

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**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>Newton Tyler</u> _____ (Last) (First) (Middle) <u>261 FIFTH AVENUE, SUITE 1102</u> _____ (Street) <u>NEW YORK NY 10016</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Weave Communications, Inc. [ WEAV ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/07/2024</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			
Common Stock, par value \$0.0001 per share	08/07/2024		J <sup>(1)(3)</sup>		500,000 <sup>(2)(3)</sup>	D	\$0 <sup>(2)(3)</sup>	8,002,519	I <sup>(1)</sup>	See footnote <sup>(1)(2)(3)(4)</sup>
Common Stock, par value \$0.0001 per share	08/07/2024		J <sup>(1)</sup>		14,137	A	\$0 <sup>(2)(3)</sup>	8,080,533	D <sup>(1)(5)</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	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Tyler Newton (the "Reporting Person") is a member of Weave Communications, Inc.'s (the "Issuer's") board of directors. In addition, the Reporting Person is a direct and/or indirect investor in Catalyst Investors Partners IV, L.L.C. (the "CI LLC GP"), Catalyst Investors IV, L.P. (the "CIIV Fund"), and Catalyst Investors QP IV, L.P. (the "CIQP Fund," and, together with the CIIV Fund, the "CI Funds"). Catalyst Investors Partners IV, L.P. (the "CIPIV GP") serves as the general partner of each of the CI Funds. The CI LLC GP (together with the CIPIV GP, the CIIV Fund, and the CIQP Fund, the "CI Entities") is the general partner of CIPIV GP.
- As of August 7, 2024 (the "Reporting Date") and after the Pro-Rata Distribution (as defined below), (i) the CIIV Fund holds 395,722 shares of common stock, par value \$0.0001 per share (the "Common Stock") of the Issuer and (ii) the CIQP Fund holds 7,606,797 shares of the Issuer's Common Stock. On the Reporting Date, and in the aggregate, the CI Entities distributed to their respective investors, 500,000 shares of the Issuer's Common Stock on a pro-rata basis for no consideration (the "Pro-Rata Distribution"). [Continues in note 3].
- The shares of the Issuer's Common Stock referenced in note 2 include 74,097 restricted stock units (the "RSUs") granted to the Reporting Person. The Reporting Person is holding the RSUs for the benefit of one or more of the CI Funds. Of the 74,097 RSUs, 54,714 RSUs have vested, and the balance, 19,383 RSUs, will vest on the earlier of (a) May 22, 2025 and (b) the date of the first annual meeting of the Issuer's stockholders following May 22, 2024. Each RSU, upon vesting, is exchangeable for one share of the Issuer's Common Stock.
- As a result of the Pro Rata Distribution and as of the Reporting Date, the Reporting Person directly holds 78,014 shares of the Issuer's Common Stock.
- Each CI Entity separately files with the U.S. Securities and Exchange Commission the statements required pursuant to Section 16 of the Securities Exchange Act of 1934 (the "Act") with respect to its holdings of the Issuer's securities. The Reporting Person's interest in the Issuer's securities is limited to the extent of the Reporting Person's pecuniary interest in such securities, if any, and neither the filing of this statement nor any of its contents will be deemed to constitute an admission by any Reporting Person, the CI Entities, or any other person/entity that he or it was, or is, the beneficial owner of any of the Issuer's securities for purposes of Section 16 of the Act, or for any other purpose.

/s/ Tyler Newton 08/09/2024  
 \*\* 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.