FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, | D.C. 20549 |
|-------------|------------|
|-------------|------------|

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

## EMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Rodick Richard |  |       |                                      |          | 2. Issuer Name and Ticker or Trading Symbol  Digital Media Solutions, Inc. [ DMS ] |   |                          |   |                                |          |  |               |   | (Ch   | eck all app<br>Direc  | olicable)   | ng Person(s) to Is<br>10% O<br>Other (                             |             | wner                                    |
|--|--|-------|--------------------------------------|----------|--|---|--------------------------|---|--------------------------------|----------|--|---------------|---|---|---|---|--|-------------|---|
| (Last)<br>4800 140<br>SUITE 1                            | (Fir<br>OTH AVEN   | ,     | Middle)                              |          |  | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2022 |                          |   |                                |          |  |               |   |   | helov   | below)  Chief Finan   |  | below)      | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, |
| (Street)   | WATER FL   |       | 3762<br>Zip)                         |          | 4. If A  | Amend   | ment,                    | Date o  | f Origina                      | al File  | d (Month/Da  | y/Yea         | r)  | Line  | e)<br><mark>X</mark> Form   | r Joint/Grou<br>I filed by On<br>I filed by Mo<br>on                      | e Repo   | orting Pers | on                                      |
|  |  | Table | I - No                               | n-Deriva | tive S   | Secu  | rities                   | Acq   | uired,                         | Dis      | posed of   | , or l        | Bene  | ficia   | lly Own   | ed  |  |             |   |
| Date   |  |       | 2. Transac<br>Date<br>(Month/Da      |          | Exec<br>if an  | Deemed<br>cution Date,<br>y<br>nth/Day/Year)                |                          | 3. Transaction Code (Instr. 8) 4. Securities Disposed Of 5) |                                |          |  |               | Securi<br>Benefi<br>Owned                           | cially<br>I Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |             |   |
|  |  |       |                                      |          |  |   |                          |   | Code                           | v        | Amount   | (A) or<br>(D) |   | Price   | Transa  | Reported<br>Fransaction(s)<br>Instr. 3 and 4)                             |  |             | (111501. 4)                             |
| Class A Common Stock, Par Value<br>\$0.0001 per share    |  |       | 07/01/2                              | /2022    |  |   |                          | A   |                                | 163,043( | 1)   | A             | \$0   | 16  | 163,043   |   | D  |             |   |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |       |                                      |          |  |   |                          |   |                                |          |  |               |   |   |   |   |  |             |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)      | ative Conversion Date Execution Date, ity or Exercise (Month/Day/Year) if any  |       | 4.<br>Transaction<br>Code (Instr. 8) |          | of<br>Deriv  | r<br>osed<br>)<br>r. 3, 4                                   | 6. Date Expirati (Month/ | ion Da<br>Day/Y   | te Amear) Sec Unc Der Sec 3 ar |          | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)  Amoun or Number of Title Shares |               | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | y [0  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>Oir Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |             |   |

## **Explanation of Responses:**

1. Reflects restricted shares units (RSUs") granted pursuant to the terms of the Issuer's 2022 Equity Incentive Plan

## Remarks:

/s/ Anthony Saldana as attorney-in-fact for Richard

07/18/2022

Rodick

\*\* 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.