

**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

1. Name and Address of Reporting Person* <u>Viana Antonio J</u> <hr/> (Last) (First) (Middle) C/O ARTERIS, INC. 900 E. HAMILTON AVE., SUITE 300 <hr/> (Street) CAMPBELL CA 95008 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Arteris, Inc. [ AIP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
3. Date of Earliest Transaction (Month/Day/Year) <u>05/30/2024</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>06/10/2024</u>		
Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See 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. 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	05/30/2024		G <sup>(1)</sup>		2,781	D	\$0.00	48,315	D	
Common Stock	05/30/2024		G		2,781 <sup>(1)</sup>	A	\$0.00	201,531	I	Viana Family Trust
Common Stock	06/06/2024		G <sup>(1)</sup>		29,027	D	\$0.00	19,288 <sup>(2)</sup>	D	
Common Stock	06/06/2024		G		29,027 <sup>(1)</sup>	A	\$0.00	230,558	I	Viana Family Trust
Common Stock	06/07/2024		S <sup>(3)</sup>		26,191 <sup>(4)</sup>	D	\$7.8545 <sup>(5)</sup>	204,367	I	Viana Family Trust

**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)					

**Explanation of Responses:**

1. The shares were transferred to the Viana Family Trust for which the reporting person is the trustee.
2. Includes 19,287 restricted stock units.
3. Transaction made pursuant to a 10b5-1 trading plan adopted by the Reporting Person on December 5, 2022.
4. The original form 4 inadvertently overstated the number of shares sold. This amendment is being filed to correctly report the number of shares sold and the total number of shares beneficially owned following the reported transaction.
5. The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$7.69 to \$8.08 inclusive. The reporting person undertakes to provide 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.

**Remarks:**

/s/ Paul Alpern, as Attorney-in-Fact for Antonio J. Viana 07/16/2024

\*\* 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.