

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>Foundation Capital Management Co. VIII, L.L.C.</u>	2. Issuer Name and Ticker or Trading Symbol <u>Cerebras Systems Inc.</u> [<u>CBRS</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)
(Last) (First) (Middle) <u>C/O FOUNDATION CAPITAL</u> <u>550 HIGH STREET, 3RD FLOOR</u>	3. Date of Earliest Transaction (Month/Day/Year) <u>08/21/2026</u>	
(Street) <u>PALO ALTO CA 94301</u>	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person ☒ Form filed by More than One Reporting Person
(City) (State) (Zip)		

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	08/21/2026		c		1,112,904	A	(1)	1,112,904	I	By Foundation Capital VIII, L.P.(2)
Class A Common Stock	08/21/2026		c		23,970	A	(1)	23,970	I	By Foundation Capital VIII Principals Fund, L.L.C.(3)
Class A Common Stock	08/21/2026		c		87,313	A	(1)	87,313	I	By Foundation Capital Leadership Fund II, L.P.(4)
Class A Common Stock	08/21/2026		j(5)		1,112,904	D	\$0	0	I	By Foundation Capital VIII, L.P.(2)
Class A Common Stock	08/21/2026		j(6)		23,970	D	\$0	0	I	By Foundation Capital VIII Principals Fund, L.L.C.(3)
Class A Common Stock	08/21/2026		j(7)		87,313	D	\$0	0	I	By Foundation Capital Leadership Fund II, L.P.(4)
Class A Common Stock	08/21/2026		j(8)		287,932	A	\$0	287,932	I	By Foundation Capital Management Co. VIII, L.L.C.(9)
Class A Common Stock	08/21/2026		j(10)		287,932	D	\$0	0	I	By Foundation Capital Management Co. VIII, L.L.C.(9)

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	08/21/2026		J ⁽¹¹⁾		18,155	A	\$0	18,155	I	By Foundation Capital Management Co. LF II, L.L.C. ⁽¹²⁾
Class A Common Stock	08/21/2026		J ⁽¹³⁾		18,155	D	\$0	0	I	By Foundation Capital Management Co. LF II, L.L.C. ⁽¹²⁾

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)	08/21/2026		C			1,112,904	(14)	(14)	Class A Common Stock	1,112,904	(1)	9,320,575	I	By Foundation Capital VIII, L.P. (2)
Class B Common Stock	(1)	08/21/2026		C			23,970	(14)	(14)	Class A Common Stock	23,970	(1)	200,751	I	By Foundation Capital VIII Principals Fund, LLC(3)
Class B Common Stock	(1)	08/21/2026		C			87,313	(14)	(14)	Class A Common Stock	87,313	(1)	731,246	I	By Foundation Capital Leadership Fund II, L.P.(4)

1. Name and Address of Reporting Person^{*}

Foundation Capital Management Co. VIII, L.L.C.

(Last) (First) (Middle)

C/O FOUNDATION CAPITAL
550 HIGH STREET, 3RD FLOOR

(Street)

PALO ALTO CA 94301

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}

Foundation Capital VIII, L.P.

(Last) (First) (Middle)

C/O FOUNDATION CAPITAL
550 HIGH STREET, 3RD FLOOR

(Street)

PALO ALTO CA 94301

(City) (State) (Zip)

1. Name and Address of Reporting Person^{*}

Foundation Capital VIII Principals Fund, L.L.C.

(Last) (First) (Middle)

C/O FOUNDATION CAPITAL
550 HIGH STREET, 3RD FLOOR

(Street)

PALO ALTO CA 94301

(City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<u>Foundation Capital Management Co. LF II, L.L.C.</u>		
(Last)	(First)	(Middle)
C/O FOUNDATION CAPITAL		
550 HIGH STREET, 3RD FLOOR		
(Street)		
PALO ALTO	CA	94301
(City)		
(State)		
(Zip)		
1. Name and Address of Reporting Person *		
<u>Foundation Capital Leadership Fund II, L.P.</u>		
(Last)	(First)	(Middle)
C/O FOUNDATION CAPITAL		
550 HIGH STREET, 3RD FLOOR		
(Street)		
PALO ALTO	CA	94301
(City)		
(State)		
(Zip)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

** 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