SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ 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*

Varelas Christopher

(Last) (First) (Middle)

C/O NEXTDOOR HOLDINGS, INC.

420 TAYLOR STREET

(Street)

SAN FRANCISCO CA 94102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Nextdoor Holdings, Inc. [NXDR]

Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)

11/13/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

☑ Director ☐ 10% Owner

☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

☑ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

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	11/13/2026		S		175,334	D	$2.0061[1]	0	D[2]	
Class A Common Stock	11/13/2026		M		8,240	A	$1.64	8,240	D	
Class A Common Stock	11/13/2026		S		8,240	D	$2.0056[3]	0	D	
Class A Common Stock	11/13/2026		M		8,239	A	$1.76	8,239	D	
Class A Common Stock	11/13/2026		S		8,239	D	$2.0056[3]	0	D	
Class A Common Stock	11/13/2026		M		8,239	A	$1.77	8,239	D	
Class A Common Stock	11/13/2026		S		8,239	D	$2.0056[3]	0	D	
Class A Common Stock	11/13/2026		M		8,239	A	$1.74	8,239	D	
Class A Common Stock	11/13/2026		S		8,239	D	$2.0056[3]	0	D	
Class A Common Stock	11/13/2026		M		8,239	A	$1.61	8,239	D	
Class A Common Stock	11/13/2026		S		8,239	D	$2.0056[3]	0	D	

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				
Stock Option (Right to Buy)	$1.64	11/13/2026		M			8,240	12/01/2023	12/01/2033	Class A Common Stock	8,240	$0	0	D	
Stock Option (Right to Buy)	$1.76	11/13/2026		M			8,239	11/01/2023	11/01/2033	Class A Common Stock	8,239	$0	0	D	
Stock Option (Right to Buy)	$1.77	11/13/2026		M			8,239	10/02/2023	10/02/2033	Class A Common Stock	8,239	$0	0	D	
Stock Option (Right to Buy)	$1.74	11/13/2026		M			8,239	01/02/2024	01/02/2034	Class A Common Stock	8,239	$0	0	D	

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				
Stock Option (Right to Buy)	$1.61	11/13/2026		M			8,239	02/01/2024	02/01/2034	Class A Common Stock	8,239	$0	0	D	

Explanation of Responses:

1. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from $1.99 to $2.045 per share, 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.

2. These securities are held by Mr. Varelas for the benefit of one or more entities affiliated with Riverwood Capital GP II Ltd. (collectively, "Riverwood"). Mr. Varelas is obligated to transfer such securities (or, in the case of an equity award, the shares underlying such award) or any proceeds from the sale thereof as directed by Riverwood. Mr. Varelas disclaims beneficial ownership of these securities except to the extent of any pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities by Mr. Varelas for purposes of Section 16 or any other purposes.

3. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from $1.99 to $2.040 per share, 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.

Remarks:

/s/ Sophia Contreras Schwartz, as Attorney-in-Fact for Reporting Person — 11/17/2026

** 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.