

SQUARESPACE, INC.
Reported by
GAP COINVESTMENTS CDA, L.P.

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 10/17/24 for the Period Ending 10/17/24

Address	225 VARICK STREET, 12TH FLOOR NEW YORK, NY, 10014
Telephone	(646) 580-3456
CIK	0001496963
Symbol	SQSP
SIC Code	2200 - Textile mill products
Industry	Investment Management & Fund Operators
Sector	Financials
Fiscal Year	12/31

FORM 4

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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.

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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 * GENERAL ATLANTIC, L.P. <small>(Last) (First) (Middle)</small> C/O GENERAL ATLANTIC SERVICE CO.,L.P., 55 EAST 52ND STREET, 33RD FLOOR <small>(Street)</small> NEW YORK, NY 10055 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol Squarespace, Inc. [SQSP] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">10/17/2024</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/17/2024		J	(1)(2)	8,898,108	D	(1)(2)	1,712,965	I	See Remarks
Class A Common Stock	10/17/2024		D		1,712,965 (3)	D	\$46.5	0	I	See footnote (4)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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	(5)	10/17/2024		D		4,958,345 (4)		(5)	(5)	Class A Common Stock	4,958,345	\$46.5 (4)	0	I	See Remarks
Restricted Stock Units	\$0	10/17/2024		D		6,197		(6)	(6)	Class A Common Stock	6,197	(6)	0	I	See Footnote (6)

Explanation of Responses:

- (1) Following the expiration of a cash tender offer (the "Offer") by Spaceship Group MergerCo, Inc., a Delaware corporation ("Merger Sub") and a wholly owned subsidiary of Spaceship Purchaser, Inc., a Delaware corporation ("Parent"), to purchase all of the outstanding shares of common stock of the Squarespace, Inc. (the "Issuer") on October 11, 2024, on October 17, 2024, Merger Sub merged with and into the Issuer (the "Merger"), pursuant to the terms of the Amended and Restated Agreement and Plan of Merger, dated as of September 9, 2024 (the "Merger Agreement"), by and among Parent, Merger Sub and the Issuer. The Issuer was the surviving corporation in the Merger and, as a result, is now a wholly owned subsidiary of Parent. (Cont'd in FN2)
- (2) (Cont'd from FN1) Immediately prior to the effective time of the Merger (the "Effective Time"), the Reporting Persons contributed and transferred to an entity that indirectly owns 100% of the equity interests of Parent ("TopCo") 8,898,108 shares of Class A common stock in exchange for newly issued equity interests of TopCo pursuant to a tender and support agreement.
- (3) Represents 1,712,965 shares of Class A common stock that were sold by General Atlantic (SQRS II), LP ("GA SQRS II") to TopCo, at a price of \$46.50 per share, immediately prior to the Effective Time pursuant to the tender and support agreement.

- (4) Represents 4,958,345 shares of Class B common stock that were sold by GA SQRS II to TopCo immediately prior to the Effective Time pursuant to the tender and support agreement.
- (5) Each share of Class B common stock was convertible at any time by the holder into shares of Class A common stock on a share-for-share basis.
- (6) At the Effective Time, pursuant to the Merger Agreement, outstanding RSUs granted to Anton Levy on June 4, 2024 were cancelled and converted into the right to receive a lump sum cash payment, without interest, equal to the product of (i) \$46.50 per share, without interest, multiplied by (ii) the number of shares of Class A common stock, par value \$0.0001 per share, of the Issuer subject to such RSUs, prorated based on the number of days between the grant date and the closing of the Merger. Mr. Levy is an employee of General Atlantic Service Company, L.P. ("GASC") and director of the Issuer and held the securities solely for the benefit of GASC, which is controlled by the partnership committee of GASC MGP, LLC (the "Partnership Committee"). Each of the members of the Partnership Committee disclaims ownership of the shares except to the extent that he has a pecuniary interest therein.

Remarks:

Each of the reporting persons is a director-by-deputization solely for purposes of Section 16 of the Exchange Act. The limited partners that share beneficial ownership of the securities held by GA SQRS II are General Atlantic Partners 100, L.P., a Delaware limited partnership ("GAP 100"), GAP Coinvestments CDA, L.P., a Delaware limited partnership ("GAPCO CDA"), GAP Coinvestments III, LLC, a Delaware limited liability company ("GAPCO III"), GAP Coinvestments IV, LLC, a Delaware limited liability company ("GAPCO IV"), and GAP Coinvestments V, LLC, a Delaware limited liability company ("GAPCO V"). The general partner of GA SQRS II is General Atlantic (SPV) GP, LLC, a Delaware limited liability company ("GA SPV"). The general partner of GAP 100 is General Atlantic GenPar, L.P., a Delaware limited partnership ("GA GenPar"). General Atlantic, L.P. a Delaware limited liability company ("GA LP"), which is controlled by the Partnership Committee, is the general partner of GA GenPar and GAPCO CDA, the managing member of GAPCO III, GAPCO IV and GAPCO V, and the sole member of GA SPV. GA SQRS II, GAP 100, GAP III, GAPCO IV, GAPCO V, GAPCO CDA, GA SPV, GA GenPar and GA LP may be deemed to be members of a "group" within the meaning of Rule 13d-5 of the Securities Exchange Act of 1934, as amended. Each reporting person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly owned by the reporting person. This report shall not be deemed an admission that the reporting persons are a member of a group or the beneficial owner of any securities not directly owned by the reporting person.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GENERAL ATLANTIC, L.P. C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
GENERAL ATLANTIC GENPAR, L.P. C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
General Atlantic (SPV) GP, LLC C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
General Atlantic Partners 100, L.P. C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
GAP COINVESTMENTS III, LLC C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
GAP COINVESTMENTS IV, LLC C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
GAP Coinvestments V, LLC C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
GAP Coinvestments CDA, L.P. C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		
General Atlantic (SQRS II), L.P. C/O GENERAL ATLANTIC SERVICE CO.,L.P. 55 EAST 52ND STREET, 33RD FLOOR NEW YORK, NY 10055	X	X		

Signatures

<u>/s/ Michael Gosk</u>	<u>10/17/2024</u>
**Signature of Reporting Person	Date
<u>/s/ Michael Gosk</u>	<u>10/17/2024</u>
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<u>/s/ Michael Gosk</u>	<u>10/17/2024</u>
**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.

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