STATION 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

1. Name and Address of Reporting Person
   JONES JERRY C
   225 BUSH STREET, 17TH FLOOR
   SAN FRANCISCO, CA 94104

2. Issuer Name and Ticker or Trading Symbol
   LiveRamp Holdings, Inc. [ RAMP ]

3. Date of Earliest Transaction (Month/Day/Year)
   02/22/2024

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

5. Relationship of Reporting Person(s) to Issuer
   Director
   Other (specify below)
   CHIEF ETHICS & LEGAL OFFICER

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Rule 10b5-1(c) Transaction Indication

☐ 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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4 and 5)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
<th>8. Price of Securities (Instr. 6)</th>
</tr>
</thead>
<tbody>
<tr>
<td>COMMON STOCK, $.10 PAR VALUE</td>
<td>02/22/2024</td>
<td></td>
<td>F</td>
<td>197(1) (1)</td>
<td>361</td>
<td>D</td>
<td>BY MANAGED ACCOUNT 1</td>
<td></td>
</tr>
<tr>
<td>COMMON STOCK, $.10 PAR VALUE</td>
<td>02/22/2024</td>
<td></td>
<td>F</td>
<td>465(1) (1)</td>
<td>361</td>
<td>D</td>
<td>BY MANAGED ACCOUNT 2</td>
<td></td>
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<tr>
<td>COMMON STOCK, $.10 PAR VALUE</td>
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<td>COMMON STOCK, $.10 PAR VALUE</td>
<td>3,494.7296</td>
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 5)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 5)</th>
<th>8. Price of Derivative Security (Instr. 6)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4 and 5)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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</tbody>
</table>

Explanation of Responses:
1. These shares were withheld by the Issuer to satisfy the reporting person's tax obligations that arose on February 22, 2024, when restricted stock units belonging to the reporting person vested.

X/ Jerry C. Jones

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).
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.