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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject				
to Section 16. Form 4 or Form 5				
obligations may continue. See				
Instruction 1(b).				

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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* Gupta Anneka R. (Last) (First) (Middle) LIVERAMP HOLDINGS, INC. 225 BUSH STREET, 17TH FLOOR				Issuer Name and Ticker or Trading Symbol LiveRamp Holdings, Inc. [RAMP] 3. Date of Earliest Transaction (Month/Day/Year) 05/19/2021							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) Pres.& Head-Products&Platforms					
		4. If Amendment, Date of Original F						led (Month/D	ay/Yea		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
1. Title of Security (Instr. 3) 2. Transact Date			2A. Deemed Execution Date,		3. Tr	3. 4. Secu		4. Securities Disposed Of	Acquired (A) or		5. Amount of Securities Beneficially Owned Following				7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Co	ode V	, ,	Amount	(A) or (D)	Price	Transactio	n(s) d 4)	(instr. 4)		(instr. 4)	
\$.10 PAR VALU	UE 05/19/202	21				F		2,493(1)	D	\$46.47	251,2	80	D			
\$.10 PAR VAL	UE 05/19/202	21				F		2,958(2)	D	\$46.47	248,3	22	D			
MMON STOCK, \$.10 PAR VALUE											1,423.1433		I		BY MANAGED ACCOUNT 1	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code 8)	e (Instr.	of Derivat Securit Acquire (A) or Dispos of (D) (Instr. 3 and 5)	ive ies ed ed 3, 4	Expiration (Month/Da		Date (/Year)	r) Amount of Securities Underlying Derivative Security (Insi 3 and 4)		Derivative Security (Instr. 5) Benefi Owned Follow Repor		ative rities Form Form Direct or Inving rted action(s)		Beneficial (D) Ownership rect (Instr. 4)	
	sst) (NINGS, INC. T, 17TH FLOOR ate) (2 Table r. 3) \$.10 PAR VALU \$.10 PAR VALU Table Table	st) (Middle) INGS, INC. 7, 17TH FLOOR Table I - Non-Deriva Table I - Non-Deriva (Month/Day/Y) \$.10 PAR VALUE Table II - Derivat (e.g., pt 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any	st) (Middle) INGS, INC. 7, 17TH FLOOR Table I - Non-Derivative (Month/Day/Year) Table II - Derivative S (e.g., puts, 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	st) (Middle) St) (Middle) INGS, INC. 3. Date of E 05/19/202 4. If Amend 4. 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Date of Earliest Transaction (Month/Day/Year) 05/19/2021	St) (Middle) INGS, INC. 7, 17TH FLOOR Table I - Non-Derivative Securities Acquired, Disposed of, or Interpretation (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. if any (Month/Day/Year)) \$\begin{array}{cccccccccccccccccccccccccccccccccccc	LiveRamp Holdings, Inc. [RAMP] 3. Date of Earliest Transaction (Month/Day/Year) 5. 17TH FLOOR Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic Recution Date, (Month/Day/Year) 1. 2. Transaction Date (Month/Day/Year) 1. 2. Transaction Date (Month/Day/Year) 2. Transaction Date Execution Date, (Month/Day/Year) 3. 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Date Expiration Date (Month/Day/Year) 7. Title and Amount of Orn Number Orn Numb	LiveRamp Holdings, Inc. [RAMP]	LiveRamp Holdings, Inc. [RAMP] Check all applicable) Director Chicago (Check all ap	LiveRamp Holdings, Inc. [RAMP] Solve (Middle) So	LiveRamp Holdings, Inc. [RAMP] Check all applicables Check all applicable	

Explanation of Responses:

- 1. These shares were withheld by the Issuer to satisfy the reporting person's tax obligations that arose on May 19, 2021, in connection with the vesting of the second tranche of performance stock units that were earned by the reporting person on May 19, 2020. Of the earned amount, one-third vested immediately with the remaining two-thirds subject to a two-year, service-based vesting period, vesting ratably over two years and contingent upon the reporting person's continued employment with the registrant.
- 2. These shares were withheld by the Issuer to satisfy the reporting person's tax obligations that arose on May 19, 2021, when restricted stock units belonging to the reporting person vested.

/s/ By: Catherine L. Hughes, Attorney-in-Fact For: Anneka 05/21/2021 R. Gupta

** 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.