

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

1. Name and Address of Reporting Person* <u>Gemini Israel V Limited Partnership</u>  (Last) (First) (Middle) C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR  (Street) HERZLIYA L3  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>JFrog Ltd [ FROG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/17/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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			
Ordinary Shares	02/17/2021		J <sup>(1)</sup>		2,859,815	D	(1)	9,719,118	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/17/2021		S		143,951	D	\$65.7723 <sup>(3)</sup>	9,575,167	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/18/2021		S		18,316	D	\$65.2253 <sup>(4)</sup>	9,556,851	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/18/2021		S		53,128	D	\$65.9958 <sup>(5)</sup>	9,503,723	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/18/2021		S		532	D	\$66.7411 <sup>(6)</sup>	9,503,191	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/19/2021		S		68,991	D	\$68.2006 <sup>(7)</sup>	9,434,200	I	See footnote <sup>(2)</sup>
Ordinary Shares	02/17/2021		S		16,049	D	\$65.7724 <sup>(3)</sup>	111,011	I	See footnote <sup>(8)</sup>
Ordinary Shares	02/18/2021		S		1,319	D	\$65.0805 <sup>(4)</sup>	109,692	I	See footnote <sup>(8)</sup>
Ordinary Shares	02/18/2021		S		6,557	D	\$65.9341 <sup>(5)</sup>	103,135	I	See footnote <sup>(8)</sup>
Ordinary Shares	02/18/2021		S		148	D	\$66.6219 <sup>(6)</sup>	102,987	I	See footnote <sup>(8)</sup>
Ordinary Shares	02/19/2021		S		7,692	D	\$68.2006 <sup>(7)</sup>	95,295	I	See footnote <sup>(8)</sup>

**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)					

1. Name and Address of Reporting Person\*  
Gemini Israel V Limited Partnership  
 (Last) (First) (Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Gemini Partners Investors V L.P.](#)

(Last)

(First)

(Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Gemini Capital Associates V L.P.](#)

(Last)

(First)

(Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Gemini Capital Associates V GP Ltd.](#)

(Last)

(First)

(Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Gemini Israel Funds IV Ltd.](#)

(Last)

(First)

(Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Ezra Menashe](#)

(Last)

(First)

(Middle)

C/O GEMINI ISRAEL VENTURES, 1 ABBA EBAN  
AVE, MERKAZIM 2001, BLDG A, 3RD FLOOR

(Street)

HERZLIYA L3

(City)

(State)

(Zip)

**Explanation of Responses:**

1. Represents an in-kind distribution by Gemini Israel V Limited Partnership (Gemini V) without consideration to its partners.

2. The reported securities are shares held of record by shares held of record by Gemini V. Gemini Capital Associates V LP (Gemini Associates LP) is the general partner of Gemini V and Gemini Capital Associates V GP, Ltd. (Gemini Associates GP) is the general partner of Gemini Associates LP. Yossi Sela, a director of the Issuer, and Menashe Ezra are the managing partners of Gemini Associates GP.

The reporting entities and individuals disclaim beneficial ownership of the reported securities of the Issuer held of record by Gemini V except to the extent of their pecuniary interest therein.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.38 to \$66.35, 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 ranges set forth in footnotes (3) through (7) to this Form 4.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.63 to \$65.62, inclusive.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.63 to \$66.53, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.64 to \$66.78, inclusive.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.00 to \$68.50, inclusive.

8. The reported securities are shares held of record by Gemini Partners Investors V L.P. (Gemini Partners). Gemini Israel Funds IV Ltd. (Gemini Israel) is the general partner of Gemini Partners. Messrs. Sela and Ezra are the managing partners of Gemini Israel. The reporting entities and individuals disclaim beneficial ownership of the reported securities of the Issuer held of record by Gemini Partners except to the extent of their pecuniary interest therein.

**Remarks:**

[/s/ Menashe Ezra, /s/ Yossi Sela, Managing Members of Gemini Capital Associates V GP, Ltd., the General Partner of Gemini Israel V L.P.](#) [02/19/2021](#)

[/s/ Menashe Ezra, /s/ Yossi Sela, Managing Members of Gemini Israel Funds IV Ltd., the General Partner of Gemini Partners Investors V L.P.](#) [02/19/2021](#)

[/s/ Menashe Ezra, /s/ Yossi Sela, Managing Members of Gemini Capital Associates V GP, Ltd., the General Partner of Gemini Capital Associates V L.P.](#) [02/19/2021](#)

[/s/ Menashe Ezra, /s/ Yossi Sela, Managing Members of Gemini Israel Funds IV Ltd., the General Partner of Gemini Capital Associates V GP, Ltd.](#) [02/19/2021](#)

[/s/ Menashe Ezra, /s/ Yossi Sela, Managing Members of Gemini Israel Funds IV Ltd.](#) [02/19/2021](#)

[/s/ Menashe Ezra](#) [02/19/2021](#)  
\*\* 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.**