SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL	
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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).

☐ 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*
Schmuhl Wolf Ralph-Bruno

(Last) (First) (Middle)
C/O TRIVAGO N.V.
KESSELSTRASSE 5-7

(Street)
DUSSELDORF 40221

(City) (State) (Zip)
GERMANY

(Country)

2. Issuer Name **and** Ticker or Trading Symbol
trivago N.V. [TRVG]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2026

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			
American Depositary Shares(1)	08/15/2026	08/15/2026	M		12,771	A	$0	41,011	D	
American Depositary Shares(1)	08/15/2026	08/15/2026	F(2)		4,044	D	$0	36,967	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				
Restricted Stock Units	$0	08/15/2026	08/15/2026	M			8,333	(3)	(4)	American Depositary Shares(1)	8,333	$0	58,335	D	
Restricted Stock Units	$0	08/15/2026	08/15/2026	M			1,126	(5)	(4)	American Depositary Shares(1)	1,126	$0	6,762	D	
Restricted Stock Units	$0	08/15/2026	08/15/2026	M			3,312	(6)	(4)	American Depositary Shares(1)	3,312	$0	3,313	D	

Explanation of Responses:

1. One (1) American Depositary Share (ADS) represents five (5) Class A Shares.
2. Represents American Depositary Shares of trivago N.V. withheld for payment of taxes due in connection with the vesting of restricted stock units.
3. These Restricted Stock Units were granted on April 14, 2025 for a total of 100,000 units. 1/12th vested on August 15, 2025, and an additional 1/12th will vest quarterly on the vesting dates 15 February, 15 May, 15 August and 15 November thereafter until the award is fully vested, subject to continued service on such vesting date.
4. RSUs do not have an Expiration Date.
5. These Restricted Stock Units were granted on February 27, 2025 for a total of 13,518 units. 1/12th vested on May 15, 2025, and an additional 1/12th will vest quarterly on the vesting dates 15 February, 15 May, 15 August and 15 November thereafter until the award is fully vested, subject to continued service on such vesting date.
6. These Restricted Stock Units were granted on February 2, 2024 for a total of 39,753 units. 1/12th vested on February 15, 2024, and an additional 1/12th will vest quarterly on the vesting dates 15 February, 15 May, 15 August and 15 November thereafter until the award is fully vested, subject to continued service on such vesting date.

Remarks:

/s/ Olga Mizikova, as Attorney-in-Fact 08/18/2026

** 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.