

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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* <u>Galit Scott H.</u>  (Last) (First) (Middle) 195 BROADWAY 27TH FLOOR  (Street) NEW YORK NY 10007  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Payoneer Global Inc. [ PAYO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2025	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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			
Common Stock	06/03/2025		M		359,102 <sup>(1)</sup>	A	\$2.8	1,451,886	D	
Common Stock	06/03/2025		M		115,449 <sup>(1)</sup>	A	\$2.9	1,567,335	D	
Common Stock	06/03/2025		M		138,180 <sup>(1)</sup>	A	\$2.74	1,705,515	D	
Common Stock	06/03/2025		S		612,731 <sup>(1)</sup>	D	\$6.6849 <sup>(2)</sup>	1,092,784	D	
Common Stock	06/04/2025		M		106,332 <sup>(1)</sup>	A	\$3.02	1,199,116	D	
Common Stock	06/04/2025		M		373,388 <sup>(1)</sup>	A	\$2.9	1,572,504	D	
Common Stock	06/04/2025		S		479,720 <sup>(1)</sup>	D	\$6.7375 <sup>(3)</sup>	1,092,784	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
Stock Options (Right to buy)	\$2.8	06/03/2025		M		359,102 <sup>(1)</sup>		(4)	02/04/2028	Common Stock	359,102	\$0	306,288	D	
Stock Options (Right to buy)	\$2.9	06/03/2025		M		115,449 <sup>(1)</sup>		(4)	02/13/2029	Common Stock	115,449	\$0	827,730	D	
Stock Options (Right to buy)	\$2.74	06/03/2025		M		138,180 <sup>(1)</sup>		(4)	03/19/2030	Common Stock	138,180	\$0	115,620	D	
Stock Options (Right to buy)	\$3.02	06/04/2025		M		106,332 <sup>(1)</sup>		(4)	02/11/2027	Common Stock	106,332	\$0	88,962	D	
Stock Options (Right to buy)	\$2.9	06/04/2025		M		373,388 <sup>(1)</sup>		(4)	02/13/2029	Common Stock	373,388	\$0	454,342	D	

**Explanation of Responses:**

- The transaction reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 4, 2025.
- The reported sale price reflects the weighted average sale price for multiple transactions, ranging from \$6.57 to \$6.76. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- The reported sale price reflects the weighted average sale price for multiple transactions, ranging from \$6.625 to \$6.775. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- This option is fully vested and exercisable.

/s/ Anna Bochkareva, attorney-in-fact for Scott Galit 06/05/2025

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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