

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

OMB APPROVAL	
OMB Number:	3235-0101
Expires:	July 31, 2023
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SEC USE ONLY	
DOCUMENT SEQUENCE NO.	

CUSIP NUMBER
WORK LOCATION

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print) CyberArk Software LTD.		(b) IRS IDENT. NO. N/A	(c) S.E.C. FILE NO. 001-36625 ZIP CODE
1 (d) ADDRESS OF ISSUER 9 Hapsagot St Petach Tikva Israel 4951040		(e) TELEPHONE NO. AREA CODE 972 NUMBER (3) 918-0000	
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD Ehud Mokady	(b) RELATIONSHIP TO ISSUER CEO	(c) ADDRESS STREET CITY STATE ZIP CODE 9 Hapsagot St Petach Tikva Israel 4951040	

INSTRUCTION: *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
		Broker-Dealer File Number					
Common	Goldman Sachs & Co. LLC 200 West Street New York, NY 11215		40,000	\$6,362,000	40,716,329	11/15/2022	NASDAQ

INSTRUCTIONS:

1. (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (08-07)

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	2/15/22 5/15/22	Vested Restricted Stock Award	Issuer	14,439 2,395	N/A	Compensation
	11/15/22 through 11/30/22	Proposed stock option exercises		23,166	11/15/22 through 11/30/22	Cash

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Please see attached				

REMARKS:

The sales of shares set forth herein are made in connection with a selling plan dated February 24, 2022 that is intended to comply with Rule 10b5-1(c)

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

11/15/2022

02/24/2022

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10b5-1

ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as to the adoption or instruction date.

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

EHUD MOKADY - CYBR Sales***From August 14th, 2022 to November 14th, 2022***

Transaction Type	Transaction Date	Quantity	Symbol	Description	Gross Proceeds
Sale	24-Aug-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	377,508.00
Sale	25-Aug-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	383,322.00
Sale	7-Sep-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	351,694.75
Sale	8-Sep-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	363,837.00
Sale	15-Sep-22	688	CYBR	CYBERARK SOFTWARE LTD. CMN	104,150.75
Sale	17-Oct-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	353,872.25
Sale	18-Oct-22	2,500	CYBR	CYBERARK SOFTWARE LTD. CMN	369,337.75
		15,688			2,303,722.50

This is not an official confirmation. Your official, written confirmation will contain the terms and conditions of your trade and will supersede any information on this page. Prices indicated are subject to correction and may not include all trading or other costs (such as brokerage commissions, mark-ups and fees required by law) that affect the actual cost of your trade.

Per your request, this data has been provided to you in MS Excel format purely as a convenience to you. Goldman Sachs is not responsible for any discrepancies or inadvertent changes in data that may arise.

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