FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	
rvasiliigion,	D.C.	20343	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

											' '									
Name and Address of Reporting Person*     Smallwood Garrett			2. Issuer Name <b>and</b> Ticker or Trading Symbol Wag! Group Co. [ PET ]									(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Dinuiry	oou our	<u>ett</u>													X Direct			10% Ov	·	
(Last)	(Fi	rst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 09/21/2023									X Officer (give title below) Other (specify below)				pecify	
C/O WA	G! GROUP	CO.													Chief Executive Officer					
55 FRANCISCO STREET, SUITE 360					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)															X Form filed by One Reporting Person					
SAN FRANC	ISCO CA	A !	94133												Form Perso	filed by More	e than	one Repo	rting	
					Ru	Rule 10b5-1(c) Transaction Indication														
(City)	(Si	tate)	(Zip)		'``	Traic 1000 1(c) Harisaction indication														
(3.9)				X	X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.															
		Tabl	le I - Nor	า-Deriv	ative	Sec	curitie	es Ad		d, Di					lly Owne	d				
Dat			2. Transa Date (Month/I	Day/Year) it		2A. Deemed Execution Date, if any (Month/Day/Year)		Cod	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			Benefic Owned	es Fo ially (D) Following (I)		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
								Cod	le V	Amou	nt	(A) or (D)	Price	Reporte Transac (Instr. 3	ction(s)			(Instr. 4)		
Common Stock 09/					/2023		M <sup>(</sup>	1)	1	1 A S		\$0.0	9 86	64,412		D				
Common Stock 09/2				09/21	/2023	2023 S <sup>(2)</sup> 1 D :		\$2.0	1 864,411			D								
		Т									posed o				y Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	Date,	4. Transactio Code (Inst		5. Number of		6. Date Exercis. Expiration Date (Month/Day/Yea		te	Ar Se Ur De	Title and mount of ecurities nderlying erivative nstr. 3 an	f Gecurity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiratior Date	Tit	tle	Amount or Number of Shares						
Options to purchase shares of Wag! Group Co. common stock	\$0.09	09/21/2023			M <sup>(1)</sup>			1	(3)		03/17/203		ommon Stock	1	\$0	1,252,62	24	D		

## **Explanation of Responses:**

- 1. The stock option exercise reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 14, 2023.
- 2. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 14, 2023.
- $3.\ The\ options\ to\ purchase\ shares\ of\ Wag!\ Group\ Co.\ common\ stock\ fully\ vested\ on\ November\ 29,\ 2022.$

## Remarks:

/s/ Garrett Smallwood 09/22/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.