SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

☐ 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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Ferraro Christopher C	Galaxy Digital Inc. [GLXY]	☐ Director ☐ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
C/O GALAXY DIGITAL INC.	3. Date of Earliest Transaction (Month/Day/Year)	President and CIO
300 VESEY STREET	11/20/2026	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
NEW YORK NY 10282		☑ Form filed by One Reporting Person
(City) (State) (Zip)		☐ 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			
Class A Common Stock	11/20/2026		M		100,000(1)	A	$4.83	1,158,292(2)(3)	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				
Stock Options	$4.83	11/20/2026		M			100,000	(4)	03/29/2028	Class A Common Stock	100,000	$0	700,000	D	
Stock Options	$9.63							(5)	03/27/2029	Class A Common Stock	81,319		81,319	D	
Stock Options	$11.77							(6)	03/31/2030	Class A Common Stock	409,271		409,271	D	
Class B Common Stock	(7)							(7)	(7)	Class A Common Stock	3,411,001		3,411,001	D	

Explanation of Responses:

1. Represents shares of Class A common stock acquired with cash upon the exercise of 100,000 stock options now held.
2. Includes 281,185 shares of Class A common stock to be delivered in settlement of restricted stock units ("RSUs"), subject to continued service through the applicable vesting date.
3. Each RSU represents the right to receive one share of Class A common stock.
4. These options are vested and exercisable until March 29, 2028.
5. This option vests over three years from March 1, 2024, with 1/3 vesting on the each of the first three anniversaries of such date, subject to continued service through the relevant vesting date.
6. This option vests over three years from March 1, 2025, with 1/3 vesting on the each of the first three anniversaries of such date, subject to continued service through the relevant vesting date.
7. Each share of Class B common stock entitles its holder to one vote per share on all matters submitted to a vote of the issuer's stockholders. The number of issued and outstanding shares of Class B common stock will be equal to the number of issued and outstanding LP Units of Galaxy Digital Holdings LP not held by the issuer or one of its subsidiaries, and such LP Units are redeemable or exchangeable, on a one-for-one basis, for shares of Class A Common Stock.

Remarks:

/s/ Frances Fuqua, Attorney-in-Fact for Christopher Ferraro — 11/20/2026

** 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.