FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

## **OMB APPROVAL** 3235-0287 OMB Number:

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

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|--|--|---|--|------------|---|--|--|-----|---|---|--------------------|--|-----------------|---|---|--|--|---|-----------------------------|---|
| Name and Address of Reporting Person*     Williams Wesley Hastie                 |  |   |  |            |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Cipher Mining Inc. [ CIFR ] |  |     |   |   |                    |  |                 |   | 5. Relationship of Reporting Person(s) to Issu (Check all applicable) |  |  |   |                             |   |
| THE THOUGHT THOU   |  |   |  |            |   |  |  |     |   |   |                    |  |                 | $\dashv$  | X c   | irect  | tor  |   | 10% O                       | wner  |
| (Last)   | ast) (First) (Middle)  |   |  |            | 3. Date of Earliest Transaction (Month/Day/Year) 03/09/2023   |  |  |     |   |   |                    |  |                 |   | Officer (give title below)  |  |  | Other (<br>below)                                       | specify                     |   |
| C/O CIPHER MINING INC.   |  |   |  |            | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |  |     |   |   |                    |  |                 | 6. Individual or Joint/Group Filing (Check Applicable Line) |   |  |  |   |                             |   |
| 1 VANDERBILT AVENUE, FLOOR 54, SUITE C   |  |   |  |            |   |  |  |     |   |   |                    |  | "               | X Form filed by One Reporting Person                        |   |  |  |   |                             |   |
| (Street)   | (Street) NEW YORK NY 10017   |   |  |            |   |  |  |     |   |   |                    |  |                 |   |   | orm  |  | re tha  | an One Rep                  | oorting   |
|  | 1001/  |   |  |            | Rule 10b5-1(c) Transaction Indication   |  |  |     |   |   |                    | ion  |                 |   |   |  |  |   |                             |   |
| (City)   | (City) (State) (Zip)   |   |  |            | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is in satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |  |  |     |   |   |                    |  |                 |   |   | lan that is in                                 | tended to  |   |                             |   |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |  |            |   |  |  |     |   |   |                    |  |                 |   |   |  |  |   |                             |   |
| 1. Title of Security (Instr. 3)  2. Transact Date (Month/Day)                    |  |   |  |            |   | Execution Date,  |  |     |   |   |                    | es Acquired (A<br>Of (D) (Instr. 3,  |                 |   | 4 and Securi<br>Benefi<br>Owned<br>Follow                             |  | ies<br>cially<br>ing   | Forn<br>(D) o   | n: Direct<br>or<br>rect (I) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |   |  |            |   |  |  |     | Code  | v | Amount             | (A<br>(D   | ) or<br>)       | Price   | Tra   | Reported<br>Transaction(s)<br>(Instr. 3 and 4) |  |   |                             |   |
| Common Stock 03/09/20  |  |   |  |            | 023   |  |  |     | A   |   | 25,974             |  | A               | \$0.0   | 00  | 72,490   |  |   | D                           |   |
| Common Stock 05/04/20  |  |   |  |            | 023   |  |  |     | A   |   | 15,419             |  | A               | \$0.00  |   | 87,909   |  |   | D                           |   |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |            |   |  |  |     |   |   |                    |  |                 |   |   |  |  |   |                             |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | ercise (Month/Day/Year) if any<br>of (Month/Day/Year<br>ative |  | tion Date, | 4.<br>Transaction<br>Code (Instr.<br>8)   |  | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |   | te                 | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security<br>(Instr. 3 and |                 | f<br>9  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)                   |  | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Owners<br>Form:<br>Direct (I<br>or Indire<br>(I) (Instr | Ownership                   | Beneficial Ownership ct (Instr. 4)                                |
|  |  |   |  |            | Code  | v  | (A)  | (D) |   |   | Expiration<br>Date | Title  | or<br>Nun<br>of | ount<br>nber<br>ires  |   |  |  |   |                             |   |

**Explanation of Responses:** 

William Iwaschuk, Attorney-

in-Fact for Wesley Hastie 05/12/2023

**Williams** 

\*\* 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.