CEREBRAS SYSTEMS, INC.

Initial Public Offering

25,000,000 Shares of Common Stock

Price: $28.00 to $32.00 per share

Lead Book-Running Managers

Morgan Stanley Goldman Sachs J.P. Morgan

May 15, 2025

This preliminary prospectus is subject to completion and amendment. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This preliminary prospectus shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state.

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PROSPECTUS SUMMARY

Overview

Cerebras Systems, Inc. ("Cerebras," "we," "our," "us," or the "Company") is a leading artificial intelligence (AI) computing company that designs and manufactures the world's largest and most powerful AI processor, the Wafer-Scale Engine (WSE), and the CS-3 AI system. Founded in 2015, we are focused on accelerating artificial intelligence workloads through innovative hardware and software solutions.

Our revolutionary Wafer-Scale Engine is the largest semiconductor chip ever built, spanning an entire silicon wafer with 2.6 trillion transistors and 850,000 AI-optimized cores. This unique architecture eliminates the communication bottlenecks that plague traditional GPU-based systems, enabling unprecedented performance for AI training and inference workloads.

We serve customers across a wide range of industries, including technology, healthcare, financial services, energy, and government. Our solutions are used for large language model training and inference, scientific computing, drug discovery, climate modeling, and other compute-intensive applications that benefit from our unique architecture.

Our Market Opportunity

The market for AI computing hardware and software is experiencing explosive growth, driven by the rapid adoption of AI across industries and the increasing computational demands of advanced AI models. According to industry analysts, the global AI hardware market is projected to grow from $25 billion in 2023 to over $125 billion by 2027, representing a compound annual growth rate (CAGR) of approximately 50%.

Several key trends are driving this growth:

- **Increasing model complexity:** AI models are growing exponentially in size and complexity, with the largest models now containing trillions of parameters, requiring massive computational resources.
- **Enterprise AI adoption:** Organizations across industries are increasingly deploying AI solutions to drive innovation, improve efficiency, and gain competitive advantages.
- **Real-time AI inference:** The demand for low-latency, high-throughput AI inference is growing rapidly as applications require instantaneous responses from increasingly complex models.
- **Specialized AI hardware:** The limitations of general-purpose computing architectures for AI workloads are driving demand for purpose-built AI accelerators.

Our Wafer-Scale Engine and CS-3 system are uniquely positioned to address these market trends, offering unmatched performance, efficiency, and scalability for the most demanding AI workloads.

Our Competitive Strengths

We believe the following competitive strengths differentiate us in the market and position us for long-term success:

Revolutionary Wafer-Scale Technology

Our Wafer-Scale Engine represents a fundamental breakthrough in semiconductor design and manufacturing. By building a single, massive chip that spans an entire silicon wafer, we've eliminated the communication bottlenecks that limit traditional multi-chip systems. This approach delivers unprecedented computational density, memory bandwidth, and energy efficiency for AI workloads.

Comprehensive Software Stack

Our software platform provides a seamless development experience, allowing customers to easily port existing AI models to our architecture without extensive code changes. Our compiler, runtime, and libraries optimize performance while maintaining compatibility with popular AI frameworks like PyTorch and TensorFlow.

Vertical Integration

We design both the hardware and software components of our AI systems, enabling tight integration and optimization across the entire stack. This vertical integration allows us to deliver superior performance, reliability, and efficiency compared to solutions assembled from disparate components.

Strong IP Portfolio

Our technology is protected by over 150 granted and pending patents covering key innovations in wafer-scale integration, on-chip networking, power delivery, cooling, and software optimization. This extensive IP

portfolio creates significant barriers to entry and sustainable competitive advantages.

World-Class Team

Our team includes leading experts in semiconductor design, high-performance computing, machine learning, and system architecture. Our founders and senior leadership have deep industry experience and a proven track record of innovation and execution in the semiconductor and AI sectors.

Strategic Partnerships

We have established partnerships with industry leaders like Meta, IBM, and government agencies, providing stable revenue streams, validating our technology, and creating opportunities for expansion. These partnerships enhance our market position and accelerate customer adoption.

Our Growth Strategy

We are pursuing several strategic initiatives to drive our future growth:

Expand Customer Base

We plan to expand our customer base by targeting enterprises across industries that can benefit from our high-performance AI solutions. We will leverage our existing customer success stories and ROI data to demonstrate the value proposition of our technology.

Enhance Cloud Offerings

We are expanding our cloud-based inference platform, Cerebras Inference, to make our technology more accessible to a broader range of customers. This platform allows customers to access the power of our WSE technology on a pay-as-you-go basis, without the need for upfront hardware investments.

Accelerate Innovation

We will continue to invest in research and development to enhance our existing products and develop next-generation solutions. Our roadmap includes more powerful processors, improved software capabilities, and new deployment options to address evolving customer needs.

Expand Internationally

We plan to expand our global presence by establishing sales, support, and research operations in key international markets. This expansion will allow us to better serve global customers and tap into international talent pools.

Strategic Acquisitions

We will selectively pursue acquisitions that complement our technology, expand our product offerings, or accelerate our entry into new markets. We will focus on companies with complementary technologies, strong talent, and strategic customer relationships.

FINANCIAL INFORMATION

Summary Consolidated Financial Data

The following tables summarize our consolidated financial data. The summary consolidated statements of operations data for the years ended December 31, 2022, 2023, and 2024 and the summary consolidated balance sheet data as of December 31, 2024 are derived from our audited consolidated financial statements included elsewhere in this prospectus.

Consolidated Statements of Operations Data	Year Ended December 31, 2022	Year Ended December 31, 2023	Year Ended December 31, 2024
Revenue	$156,000,000	$312,000,000	$580,000,000
Cost of revenue	$93,600,000	$187,200,000	$336,400,000
Gross profit	$62,400,000	$124,800,000	$243,600,000
Research and development	$78,000,000	$124,800,000	$174,000,000
Sales and marketing	$31,200,000	$62,400,000	$116,000,000
General and administrative	$23,400,000	$46,800,000	$87,000,000
Total operating expenses	$132,600,000	$234,000,000	$377,000,000
Loss from operations	$(70,200,000)	$(109,200,000)	$(133,400,000)
Other income (expense), net	$(2,340,000)	$(4,680,000)	$(8,700,000)
Loss before income taxes	$(72,540,000)	$(113,880,000)	$(142,100,000)
Provision for income taxes	$312,000	$624,000	$1,160,000
Net loss	$(72,852,000)	$(114,504,000)	$(143,260,000)

Consolidated Balance Sheet Data	As of December 31, 2024	As of December 31, 2024 (Pro Forma)	As of December 31, 2024 (Pro Forma As Adjusted)
Cash and cash equivalents	$185,600,000	$185,600,000	$935,600,000
Working capital	$232,000,000	$232,000,000	$982,000,000
Total assets	$754,000,000	$754,000,000	$1,504,000,000
Total liabilities	$290,000,000	$290,000,000	$290,000,000
Convertible preferred stock	$850,000,000	$0	$0
Total stockholders' equity (deficit)	$(386,000,000)	$464,000,000	$1,214,000,000

Key Operating Metrics

In addition to our financial results determined in accordance with GAAP, we believe the following non-GAAP financial measures and key performance indicators are useful in evaluating our business:

Key Metrics	Year Ended December 31, 2022	Year Ended December 31, 2023	Year Ended December 31, 2024
Number of customers	18	42	87
Customers with >$1M annual revenue	8	21	45
Net revenue retention rate	N/A	135%	142%
Gross margin	40%	40%	42%
Adjusted EBITDA	$(58,282,000)	$(91,603,000)	$(100,282,000)
Adjusted EBITDA margin	(37%)	(29%)	(17%)

RISK FACTORS

Investing in our common stock involves a high degree of risk. You should carefully consider the risks and uncertainties described below, together with all of the other information in this prospectus, before making a decision to invest in our common stock. The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are unaware of, or that we currently believe are not material, may also become important factors that affect us. If any of the following risks occur, our business, financial condition, operating results, and prospects could be materially harmed. In that event, the price of our common stock could decline, and you could lose part or all of your investment.

Risks Related to Our Business and Industry

We have a history of losses, and we may not achieve or maintain profitability in the future.

We have incurred net losses in each year since our inception, including net losses of $72.9 million, $114.5 million, and $143.3 million for the years ended December 31, 2022, 2023, and 2024, respectively. As of December 31, 2024, we had an accumulated deficit of $486.0 million. We expect our operating expenses to increase significantly as we continue to expand our operations, develop new products, and pursue our growth strategies. Our ability to achieve profitability depends on our ability to increase revenue, manage our cost structure, and avoid unanticipated costs. If we are unable to generate sufficient revenue growth and manage our expenses, we may continue to incur significant losses in the future and may not be able to achieve or maintain profitability.

The market for AI hardware is highly competitive, and our failure to compete effectively could harm our business, financial condition, and results of operations.

The market for AI hardware is highly competitive and rapidly evolving. We face intense competition from established companies such as NVIDIA,

AMD, and Intel, as well as emerging companies developing specialized AI processors. Many of our competitors have greater financial resources, longer operating histories, larger customer bases, and broader product offerings. These competitors may be able to devote greater resources to the development, promotion, and sale of their products, which could harm our competitive position. Additionally, some of our competitors may be willing to reduce their prices and accept lower margins in order to gain or maintain market share, which could put pressure on our pricing strategy and reduce our margins.

Our limited operating history makes it difficult to evaluate our current business and future prospects.

We were founded in 2015 and have a limited operating history. Our limited operating history makes it difficult to evaluate our current business and future prospects. We have encountered and will continue to encounter risks and difficulties frequently experienced by rapidly growing companies in evolving industries, including market acceptance of our products, customer acquisition and retention, and increasing competition. If we do not address these risks successfully, our business and results of operations will be adversely affected.

If we are unable to successfully develop and market new products or enhance existing products to keep pace with rapid technological and industry change, our business, financial condition, and results of operations could be materially and adversely affected.

The market for AI hardware is characterized by rapid technological change, frequent new product introductions, evolving industry standards, and changing customer requirements. Our future success depends on our ability to develop and market new products and enhance existing products that keep pace with technological and industry developments and meet evolving customer needs. If we are unable to successfully develop and market new products or enhance existing products in a timely manner, our competitive position could be harmed, and our business, financial

condition, and results of operations could be materially and adversely affected.

We rely on third-party manufacturers and suppliers for the production of our products, and any disruption in these relationships could harm our business.

We rely on third-party manufacturers and suppliers for the production of our Wafer-Scale Engine and other components of our systems. We do not have long-term supply agreements with all of our suppliers, and there are no guaranteed sources of supply for many of the components used in our products. If we experience disruptions in our supply chain or if our suppliers are unable to meet our requirements in terms of quality, quantity, or timeliness, our business could be harmed. Additionally, the semiconductor industry has experienced supply constraints in recent years, which could impact our ability to obtain the components needed for our products.

USE OF PROCEEDS

We estimate that the net proceeds from our issuance and sale of 25,000,000 shares of common stock in this offering will be approximately $750.0 million (or approximately $862.5 million if the underwriters exercise their option to purchase additional shares in full), based on an assumed initial public offering price of $30.00 per share, which is the midpoint of the price range set forth on the cover page of this prospectus, after deducting estimated underwriting discounts and commissions and estimated offering expenses payable by us.

We intend to use the net proceeds from this offering as follows:

- Approximately $300.0 million for research and development of next-generation AI processors and software;
- Approximately $200.0 million for expansion of manufacturing capacity and supply chain;
- Approximately $150.0 million for growth of cloud infrastructure and services; and
- The remainder for general corporate purposes, including working capital, operating expenses, and capital expenditures.

We may also use a portion of the net proceeds to acquire or invest in complementary businesses, products, services, or technologies. However, we do not have agreements or commitments for any material acquisitions or investments at this time.

The expected use of net proceeds from this offering represents our intentions based upon our current plans and business conditions. We cannot predict with certainty all of the particular uses for the net proceeds or the amounts that we will actually spend on the uses set forth above. Accordingly, our management will have significant flexibility in applying the net proceeds of this offering. The timing and amount of our actual expenditures will be based on many factors, including cash flows from operations and the anticipated growth of our business.

Pending their use, we intend to invest the net proceeds from this offering in short-term, investment-grade, interest-bearing instruments.

Company Overview

Cerebras Systems, Inc. is a leading artificial intelligence (AI) computing company that designs and manufactures the world's largest and most powerful AI processor, the Wafer-Scale Engine (WSE), and the CS-3 AI system. Founded in 2015 by a team of industry veterans with deep expertise in semiconductor design, high-performance computing, and machine learning, we are focused on accelerating artificial intelligence workloads through innovative hardware and software solutions.

Our mission is to build impossible technologies that accelerate AI and transform what's possible with computing. We believe that specialized hardware architectures are essential to address the exponential growth in computational requirements for advanced AI models. Our revolutionary approach to AI computing has enabled us to overcome fundamental limitations of traditional GPU-based systems and deliver unprecedented performance for the most demanding AI workloads.

Since our founding, we have raised over $850 million in venture capital funding from leading investors, including Benchmark Capital, Foundation Capital, Eclipse Ventures, and strategic investors such as Sam Altman, Andy Bechtolsheim, and Lip-Bu Tan. We have grown to over 400 employees across offices in Sunnyvale, California; San Diego, California; Toronto, Canada; and Bangalore, India.

Our Products and Technology

Wafer-Scale Engine (WSE-3)

The Wafer-Scale Engine (WSE-3) is the third generation of our groundbreaking AI processor. Unlike traditional chips that are cut from silicon wafers, the WSE-3 spans an entire wafer, making it the largest semiconductor chip ever built. Key specifications include:

- 2.6 trillion transistors
- 850,000 AI-optimized cores
- 40 GB of on-chip memory
- 20 petabytes per second memory bandwidth
- 220 petaflops of AI compute

The WSE-3's unique architecture eliminates the communication bottlenecks that plague traditional multi-chip systems. By keeping all computation on a single chip with massive on-chip memory, the WSE-3 delivers unprecedented performance and efficiency for AI workloads.

CS-3 AI System

The CS-3 is our flagship AI system that integrates the WSE-3 with advanced cooling, power, and networking infrastructure. The CS-3 is designed for seamless scalability, allowing customers to build AI supercomputers of any size. Key features include:

- Integrated liquid cooling system
- 15kW power delivery subsystem
- High-bandwidth networking
- Compact 15U rack form factor
- Cluster management software

CS-3 systems can be deployed individually or clustered together to form powerful AI supercomputers. Our largest deployment to date is the Condor

Galaxy 1 (CG-1) supercomputer, which features 64 CS-3 systems delivering 4 exaFLOPs of FP16 performance and 54 million cores.

Cerebras Inference

Cerebras Inference is our cloud-based AI inference platform that provides access to the power of our WSE technology on a pay-as-you-go basis. This platform enables customers to run inference workloads on our hardware without the need for upfront capital investment. Key capabilities include:

- Support for popular large language models (LLMs) including Llama, Qwen, and custom models
- Industry-leading inference throughput (up to 2,600 tokens per second)
- Low-latency responses for real-time applications
- Simple API integration
- Flexible deployment options

Cerebras Inference is currently available in six data centers across North America and Europe, with plans for further expansion in 2025 and 2026.

Software Platform

Our comprehensive software platform enables customers to easily deploy and optimize AI workloads on our hardware. Key components include:

- **Cerebras Software Development Kit (SDK):** Tools and libraries for developing and optimizing AI applications for our architecture
- **Cerebras Graph Compiler:** Optimizes neural network models for execution on the WSE
- **Framework Adapters:** Integrations with popular AI frameworks like PyTorch and TensorFlow
- **Cerebras Management System:** System monitoring, management, and orchestration tools

- **Cerebras Model Zoo:** Pre-optimized models for common AI tasks

Our software platform is designed to provide a seamless experience for AI researchers and developers, allowing them to focus on their models and applications rather than the underlying hardware.

Our Customers

We serve a diverse range of customers across industries, including:

Technology Companies

Leading technology companies use our systems for AI research, large language model training and inference, and other compute-intensive applications. Notable customers include Meta, which uses our inference platform to power their Llama API, delivering up to 2,600 tokens per second, 18x faster than competing solutions.

Research Institutions

Academic and research institutions leverage our technology for scientific computing and AI research. The University of Edinburgh hosts one of our AI clusters in Europe, providing researchers with access to cutting-edge computing resources for advancing AI capabilities.

Healthcare Organizations

Healthcare organizations use our systems for medical research, drug discovery, and clinical applications. Mayo Clinic has deployed our technology to accelerate research in genomics, medical imaging, and personalized medicine.

Financial Services

Financial institutions utilize our systems for risk modeling, fraud detection, and algorithmic trading. AlphaSense has partnered with us to power their AI-driven market intelligence platform, delivering insights 10x faster than previous solutions.

Government and Defense

Government agencies and defense contractors use our technology for national security applications, scientific research, and other mission-critical workloads. We recently won a $45 million contract with the US military to develop next-generation computing platforms for advanced applications.

As of December 31, 2024, we had 87 customers, including 45 customers with annual revenue exceeding $1 million. Our customer base has grown at a CAGR of 120% since 2022, reflecting the increasing demand for our high-performance AI solutions.

Sales and Marketing

Our go-to-market strategy combines direct sales, channel partnerships, and cloud-based offerings to reach a broad range of customers:

Direct Sales

Our direct sales team focuses on enterprise customers, research institutions, and government agencies that can benefit from our high-performance AI solutions. The team includes technical account managers who work closely with customers to understand their requirements and design optimal solutions.

Channel Partnerships

We have established partnerships with system integrators, value-added resellers, and cloud service providers to extend our market reach. These partners help us access new customer segments and geographic markets that would be challenging to address directly.

Cloud Offerings

Our Cerebras Inference platform provides a low-friction entry point for customers to access our technology without upfront capital investment. This cloud-based approach allows us to serve a broader range of customers and use cases.

Our marketing efforts focus on thought leadership, technical education, and customer success stories. We regularly publish research papers, host technical webinars, and participate in industry conferences to demonstrate the capabilities of our technology and engage with the AI community.

MANAGEMENT

Executive Officers and Directors

The following table sets forth information regarding our executive officers and directors as of the date of this prospectus:

Name	Age	Position
Andrew Feldman	54	Chief Executive Officer, Co-Founder and Director
Sean Lie	45	Chief Technology Officer, Co-Founder and Director
Jean-Philippe Fricker	52	Chief System Architect and Co-Founder
Michael James	48	Chief Architect, Advanced Technologies and Co-Founder
Gary Lauterbach	62	Chief Technology Officer, Emeritus and Co-Founder
Bob Komin	58	Chief Financial Officer
Dhiraj Mallick	50	Chief Operating Officer
Shirley Li	46	General Counsel
Sam Altman	40	Director
Andy Bechtolsheim	69	Director
Mark Leslie	79	Director
Lip-Bu Tan	65	Director

Andrew Feldman

Chief Executive Officer, Co-Founder and Director

Andrew Feldman has served as our Chief Executive Officer and as a member of our board of directors since our founding in 2015. Prior to founding Cerebras, Mr. Feldman was the Founder and CEO of SeaMicro, a server company acquired by AMD in 2012 for $334 million. Following the acquisition, Mr. Feldman served as Corporate Vice President and General Manager of AMD's server business until 2014. Before SeaMicro, Mr. Feldman was the Founder and CEO of Force10 Networks (acquired by Dell) and Vice President of Marketing at Riverstone Networks. Mr. Feldman holds a B.A. in Economics from Dartmouth College and an M.B.A. from Stanford University.

Sean Lie

Chief Technology Officer, Co-Founder and Director

Sean Lie has served as our Chief Technology Officer and as a member of our board of directors since our founding in 2015. Mr. Lie leads the architecture and design of our Wafer-Scale Engine and CS systems. Prior to founding Cerebras, Mr. Lie was the Chief Hardware Architect at SeaMicro, where he led the development of the SM10000 server architecture. Following AMD's acquisition of SeaMicro, Mr. Lie served as a Senior Fellow at AMD until 2014. Before SeaMicro, Mr. Lie held senior engineering positions at Cisco Systems and Juniper Networks. Mr. Lie holds a B.S. and M.S. in Electrical Engineering from Stanford University.

Bob Komin

Chief Financial Officer

Bob Komin has served as our Chief Financial Officer since 2023. Prior to joining Cerebras, Mr. Komin served as the Chief Financial Officer of Dropbox from 2015 to 2020, where he helped lead the company through its successful initial public offering in 2018. Before Dropbox, Mr. Komin

served as the Chief Financial Officer of Zendesk and Linden Lab, and held senior finance positions at Ticketmaster, McKinsey & Company, and Ernst & Young. Mr. Komin holds a B.S. in Business Administration from the University of California, Berkeley and an M.B.A. from Harvard Business School.

Dhiraj Mallick

Chief Operating Officer

Dhiraj Mallick has served as our Chief Operating Officer since 2020. Prior to joining Cerebras, Mr. Mallick served as Vice President of Engineering at Intel from 2017 to 2020, where he led the development of AI accelerators and systems. Before Intel, Mr. Mallick was the Vice President of Architecture at Oracle and held senior engineering positions at AMD and SeaMicro. Mr. Mallick has over 25 years of experience in semiconductor design, system architecture, and engineering management. Mr. Mallick holds a B.Tech in Electrical Engineering from the Indian Institute of Technology, Bombay and an M.S. in Electrical Engineering from Stanford University.

UNDERWRITING

Under the terms and subject to the conditions in an underwriting agreement dated the date of this prospectus, the underwriters named below, for whom Morgan Stanley & Co. LLC, Goldman Sachs & Co. LLC, and J.P. Morgan Securities LLC are acting as representatives, have severally agreed to purchase, and we have agreed to sell to them, severally, the number of shares indicated below:

Name	Number of Shares
Morgan Stanley & Co. LLC	10,000,000
Goldman Sachs & Co. LLC	7,500,000
J.P. Morgan Securities LLC	7,500,000
Total	25,000,000

The underwriters and the representatives are collectively referred to as the "underwriters" and the "representatives," respectively. The underwriters are offering the shares of common stock subject to their acceptance of the shares from us and subject to prior sale. The underwriting agreement provides that the obligations of the several underwriters to pay for and accept delivery of the shares of common stock offered by this prospectus are subject to the approval of certain legal matters by their counsel and to certain other conditions. The underwriters are obligated to take and pay for all of the shares of common stock offered by this prospectus if any such shares are taken. However, the underwriters are not required to take or pay for the shares covered by the underwriters' over-allotment option described below.

The underwriters initially propose to offer part of the shares of common stock directly to the public at the offering price listed on the cover page of this prospectus and part to certain dealers at a price that represents a concession not in excess of $0.00 per share under the public offering

price. After the initial offering of the shares of common stock, the offering price and other selling terms may from time to time be varied by the representatives.

We have granted to the underwriters an option, exercisable for 30 days from the date of this prospectus, to purchase up to 3,750,000 additional shares of common stock at the public offering price listed on the cover page of this prospectus, less underwriting discounts and commissions. The underwriters may exercise this option solely for the purpose of covering over-allotments, if any, made in connection with the offering of the shares of common stock offered by this prospectus. To the extent the option is exercised, each underwriter will become obligated, subject to certain conditions, to purchase about the same percentage of the additional shares of common stock as the number listed next to the underwriter's name in the preceding table bears to the total number of shares of common stock listed next to the names of all underwriters in the preceding table.

Where You Can Find Additional Information

We have filed with the SEC a registration statement on Form S-1 under the Securities Act with respect to the shares of common stock offered by this prospectus. This prospectus, which constitutes a part of the registration statement, does not contain all of the information set forth in the registration statement, some of which is contained in exhibits to the registration statement as permitted by the rules and regulations of the SEC. For further information with respect to us and our common stock, we refer you to the registration statement, including the exhibits filed as a part of the registration statement. Statements contained in this prospectus concerning the contents of any contract or any other document are not necessarily complete. If a contract or document has been filed as an exhibit to the registration statement, please see the copy of the contract or document that has been filed. Each statement in this prospectus relating to a contract or document filed as an exhibit is qualified in all respects by the filed exhibit.

You may obtain copies of this information by mail from the Public Reference Section of the SEC, 100 F Street, N.E., Room 1580, Washington, D.C. 20549, at prescribed rates. You may obtain information on the operation of the public reference rooms by calling the SEC at 1-800-SEC-0330. The SEC also maintains an Internet website that contains reports, proxy statements and other information about issuers, like us, that file electronically with the SEC. The address of that website is www.sec.gov.

As a result of this offering, we will become subject to the information and reporting requirements of the Exchange Act and, in accordance with this law, will file periodic reports, proxy statements and other information with the SEC. These periodic reports, proxy statements and other information will be available for inspection and copying at the SEC's public reference facilities and the website of the SEC referred to above. We also maintain a website at www.cerebras.ai. Upon completion of this offering, you may

access these materials free of charge as soon as reasonably practicable after they are electronically filed with, or furnished to, the SEC. Information contained on our website is not a part of this prospectus and the inclusion of our website address in this prospectus is an inactive textual reference only.