FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## OMB APPROVAL

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

(Last) (First) (Middle)  C/O THE CARLYLE GROUP, 1001  PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH  4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check	0% Owner ther (specify elow)  Applicable Line) erson
(Last) (First) (Middle) C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH  (Street) WASHINGTON DC 20004-2505  3. Date of Earliest Transaction (Month/Day/Year) 07/02/2021  4. If Amendment, Date of Original Filed (Month/Day/Year) X Form filed by More than One Filed by More than On	« Applicable Line) erson
(Street)  WASHINGTON DC 20004-2505  X Form filed by One Reporting P  X Form filed by More than One F	erson
(City) (State) (Zip)	eporting Person
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Code (Instr. 8) 3.	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4)	
Class A Common Stock 07/02/2021 C 6,401 A \$0.00 6,401 I	See footnotes <sup>(1)(2)(3)</sup>
Class A Common Stock 07/02/2021 s <sup>(4)</sup> 6,401 D \$52.0295 <sup>(5)</sup> 0 I	See footnotes <sup>(1)(2)(3)</sup>
Class A Common Stock 07/06/2021 C 95,056 A \$0.00 95,056 I	See footnotes <sup>(1)(2)(3)</sup>
Class A Common Stock 07/06/2021 S <sup>(4)</sup> 49,256 D \$52.5442 <sup>(6)</sup> 45,800 I	See footnotes <sup>(1)(2)(3)</sup>
Class A Common Stock 07/06/2021 S <sup>(4)</sup> 45,800 D \$53.5939 <sup>(7)</sup> 0 I	See footnotes <sup>(1)(2)(3)</sup>
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)	
Security (Instr. 3) Price of Derivative Beneficially Derivative Derivative Security (Month/Day/Year) if any (Month/Day/Year) beneficially Derivative Securities Acquired Derivative Security (Instr. 3 and 4) Security Security (Instr. 5) Beneficially Direct (Instr. 5) Owned or Indirection Security (Instr. 5)	Ownership Form: Beneficial Direct (D) or Indirect (I) (Instr. 4)
Code V (A) (D) Date Exercisable Date Title Amount or Number of Shares	
Class C Common (8) 07/02/2021 C 6,401 (8) (8) Class A Common Stock 50,793,919 I	See footnotes <sup>(1)</sup> (2)(3)
Class C Common Stock (8) 07/06/2021 C 95,056 (8) (8) Class A Common Stock 95,056 \$0.00 50,698,863 I	See footnotes <sup>(1)</sup> (2)(3)
LLC Units of Class A Common Stock 19 (9) (9) (9) (9) (9) (9) (9) (9) (9) (9	See footnotes <sup>(1)</sup> (2)(3)
1. Name and Address of Reporting Person*  TC Group Cayman Investment Holdings, L.P.	
(Last) (First) (Middle) C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH	

# (Street) WASHINGTON DC 20004-2505 (City) (State) (Zip) 1. Name and Address of Reporting $\mathsf{Person}^\star$ TC Group Cayman Investment Holdings Sub L.P. (Middle) (First) C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH

(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of TC Group VI S		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 2	(Middle) 20 SOUTH
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address o	. 0	
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 2	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of TC Group VI, L		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 23	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address o TC Group VI, L		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 2	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address o <u>Carlyle Partners</u>	Reporting Person* <u>VI Evergreen Ho</u>	ldings, L.P.
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 2	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address o <u>CP VI Evergree</u>		
(Last)		(Middle)
C/O THE CARLYL PENNSYLVANIA	AVE. NW SHITE 2'	20 SOUTH
PENNSYLVANIA	AVE., N.W., SUITE 2	20 SOUTH
		20004-2505

1. Name and Address of Reporting Person* <u>Carlyle Partners VI Dash Holdings, L.P.</u>				
(Last)	(First)	(Middle)		
C/O THE CARLYLE GROUP 1001				
PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH				
(Street)				
WASHINGTON	DC	20004-2505		
(City)	(State)	(Zip)		

### **Explanation of Responses:**

- 1. Following the transactions reported herein, includes (i) 37,493,725 LLC Units of ZoomInfo Holdings LLC ("OpCo Units") and shares of Class B Common Stock held by Carlyle Partners VI Evergreen Holdings, L.P. ("Carlyle Evergreen"), (ii) 37,702,342 shares of Class C Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (iii) 12,996,521 shares of Class C Common Stock held of record by Carlyle Partners VI Dash Holdings, L.P. ("Carlyle VI Dash").
- 2. Carlyle Group Management L.L.C. holds an irrevocable proxy to vote a majority of the shares of The Carlyle Group Inc., which is a publicly traded entity listed on Nasdaq. The Carlyle Group Inc. is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Inc., which is the general partner of Carlyle Holdings I L.P., which, with respect to the securities held of record by Carlyle Evergreen and CP VI Evergreen, is the managing member of TC Group Sub L.L.C., which is the managing member of TC Group VI S1, L.L.C., which is the general partner of Carlyle Evergreen and CP VI Evergreen.
- 3. Cont'd. The Carlyle Group Inc. is also the sole member of Carlyle Holdings II GP L.L.C., which is the managing member of Carlyle Holdings II L.L.C., which, with respect to the securities held of record by Carlyle VI Dash, is the managing member of CG Subsidiary Holdings L.L.C., which is the general partner of TC Group Cayman Investment Holdings, L.P., which is the general partner of TC Group VI, L.P., which is the general partner of TC Group VI, L.P., which is the general partner of TC Group VI, L.P., which is the general partner of Carlyle VI Dash.
- 4. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.00 to \$52.15. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.00 to \$52.98. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.95. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 8. The Class C Common Stock may be converted into shares of the Issuer's Class A Common Stock on a one-to-one basis at the discretion of the holder and has no expiration date.
- 9. The OpCo Units and an equal number of shares of Class B Common Stock together are exchangeable for shares of Class A Common Stock on a one-for-one basis at the discretion of the holder, subject to certain exceptions, conditions and adjustments, and have no expiration date.

#### Remarks

Due to the limitations of the electronic filing system, each of Carlyle Group Management L.L.C., The Carlyle Group Inc., Carlyle Holdings I GP Inc., Carlyle Holdings I GP Sub L.L.C., Carlyle Holdings I L.P., CG Subsidiary Holdings L.L.C., TC Group, L.L.C., TC Group, Sub L.P., Carlyle Holdings II GP L.L.C and Carlyle Holdings II L.L.C. are filing a separate Form 4.

Holdings, L.P., By: CG Subsidiary Holdings L.L.C., its 07/07/2021 general partner, By: /s/ Anne Frederick, Attorney-in-fact for Curtis L. Buser, Managing Director TC Group Cayman Investment Holdings Sub L.P., By: TC Group Cayman Investment Holdings, L.P., its general 07/07/2021 partner, By: CG Subsidiary Holdings L.L.C., its general partner, By: /s/ Anne Frederick Attorney-in-fact for Curtis L. Buser, Managing Director TC Group VI S1, L.L.C., By: /s/ Jeremy W. Anderson, Authorized 07/07/2021 Person TC Group VI S1, L.P., By: /s/ Jeremy W. Anderson, Authorized 07/07/2021 Person TC Group VI, L.L.C., By: /s/ Jeremy W. Anderson, Authorized 07/07/2021 TC Group VI, L.P., By: /s/ Jeremy W. Anderson, Authorized 07/07/2021 Person Carlyle Partners VI Evergreen Holdings, L.P., By: TC Group VI <u>S1, L.P., its general partner, By:</u> <u>07/07/2021</u> /s/ Jeremy W. Anderson, Authorized Person CP VI Evergreen Holdings, L.P., By: TC Group VI S1, L.P., its 07/07/2021 general partner, By: /s/ Jeremy W. Anderson, Authorized Person Carlyle Partners VI Dash Holdings, L.P., By: TC Group VI, L.P., its general partner, By: 07/07/2021 /s/ Jeremy W. Anderson, **Authorized Person** \*\* Signature of Reporting Person Date

TC Group Cayman Investment

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).