SEC Form 4
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ON	IB API	PROVAL

1	-	
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	hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <u>CG Subsidiary Holdings L.L.C.</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol ZoomInfo Technologies Inc. [ ZI ]									n(s) to Issuer 10% Owner Other (specify		
C/O THE CARLYLE PENNSYLVANIA AV	nst) (First) (Middle) O THE CARLYLE GROUP, 1001 CNNSYLVANIA AVE. N.W., SUITE 220				3. Date of Earliest Transaction (Month/Day/Year) 02/14/2022						below) below)			
SOUTH			4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)									Form filed by One Reporting Person					
WASHINGTON DC	20	0004-2505						Х	Form filed by Person	More than C	ne Reporting			
(City) (State	e) (Z	ip)												
	Table	I - Non-Deriva	tive Securities	s Acq	uireo	d, Dispose	d of,	or Benefic	cially	Owned				
1. Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.					5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4)				
				Coue	ľ	Amount	(D)			str. 3 and 4)				

		(Month/Day/Year)	8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	02/14/2022		S <sup>(1)</sup>		22,580	D	\$57.305 <sup>(2)</sup>	43,892,167	Ι	See footnotes <sup>(3)(4)</sup>
Class A Common Stock	02/14/2022		S <sup>(1)</sup>		300	D	\$58.0033 <sup>(5)</sup>	43,891,867	Ι	See footnotes <sup>(3)(4)</sup>
Class A Common Stock	02/15/2022		S <sup>(1)</sup>		177,364	D	\$57.5631 <sup>(6)</sup>	43,714,503	Ι	See footnotes <sup>(3)(4)</sup>
Class A Common Stock	02/15/2022		S <sup>(1)</sup>		112,346	D	\$58.4418(7)	43,602,157	I	See footnotes <sup>(3)(4)</sup>
Class A Common Stock	02/15/2022		S <sup>(1)</sup>		9,399	D	\$59.1435 <sup>(8)</sup>	43,592,758	I	See footnotes <sup>(3)(4)</sup>

	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. Transa Code 8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Amount of		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				
	1. Name and Address of Reporting Person <sup>*</sup> <u>CG Subsidiary Holdings L.L.C.</u>														

(Last)	(First)	(Middle)
C/O THE CARLY	LE GROUP, 1001	
PENNSYLVANIA	AVE. N.W., SUITE	E 220 SOUTH
(Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person <sup>*</sup>	
<u>TC Group, LL</u>	<u>C</u>	
(Last)	(First)	(Middle)
C/O THE CARLY	LE GROUP, 1001	

PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH

(Street) WASHINGTON	DC	20004-2505							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person <sup>*</sup> <u>TC Group Sub L.P.</u>									
(Last)(First)(Middle)C/O THE CARLYLE GROUP, 1001PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH									
(Street) WASHINGTON	DC	20004-2505							
(City)	(State)	(Zip)							
1. Name and Address of <u>TC Group VI S</u>									
(Last) C/O THE CARLYI	(First) LE GROUP, 1001 AVE., N.W., SUITE	(Middle)							
	Av E., N. W., SUITE	220 3001H							
(Street) WASHINGTON	DC	20004-2505							
(City)	(State)	(Zip)							
1. Name and Address of <u>TC Group VI S</u>									
(Last) C/O THE CARLYI	(First) LE GROUP, 1001	(Middle)							
PENNSYLVANIA	AVE., N.W., SUITE	220 SOUTH							
(Street) WASHINGTON	DC	20004-2505							
(City)	(State)	(Zip)							
1. Name and Address of <u>Carlyle Partners</u>	of Reporting Person <sup>*</sup> s VI Evergreen H	<u>Ioldings, L.P.</u>							
(Last)	(First)	(Middle)							
C/O THE CARLYI PENNSYLVANIA	LE GROUP, 1001 AVE., N.W., SUITE	220 SOUTH							
(Street) WASHINGTON	DC	20004-2505							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person <sup>*</sup> CP VI Evergreen Holdings, L.P.									
(Last) C/O THE CARLYI	(First) LE GROUP, 1001	(Middle)							
PENNSYLVANIA	AVE., N.W., SUITE	220 SOUTH							
(Street) WASHINGTON	DC	20004-2505							
(City) Explanation of Respor	(State)	(Zip)							

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.00 to \$57.96. 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.

3. Following the transactions reported herein, includes (i) 21,856,852 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 21,735,906 shares of Class A Common Stock held of record by Carlyle Partners VI Evergreen Holdings, L.P. ("CP VI Evergreen").

4. The Carlyle Group Inc., which is a publicly traded entity listed on the Nasdaq, is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Sub L.L.C., 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 CG Subsidiary Holdings L.L.C., which is the managing member of TC Group, L.L.C., which is the general partner of TC Group Sub L.P., which is the managing member of TC Group VI S1, L.L.C., which is the general partner of TC Group VI S1, L.P., which is the general partner of CC VI Evergreen and CP VI Evergreen.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.00 to \$58.005. 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 \$57.00 to \$57.995. 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 \$58.00 to \$58.99. 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.00 to \$59.36. 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.

## Remarks:

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

CG Subsidiary Holdings L.L.C., By: /s/ Anne Frederick, Attorney-in-fact for 02/16/2022 Curtis L. Buser, Managing Director TC Group, L.L.C., By: /s/ Anne Frederick, Attorney-in-02/16/2022 fact for Curtis L. Buser, Managing Director TC Group Sub L.P., By: TC Group, L.L.C., its general partner, By: /s/ Anne 02/16/2022 Frederick, Attorney-in-fact for Curtis L. Buser, Managing Director TC Group VI S1, L.L.C., By: 02/16/2022 /s/ Jeremy W. Anderson, Authorized Person TC Group VI S1, L.P., By: /s/ 02/16/2022 Jeremy W. Anderson, **Authorized Person** Carlyle Partners VI Evergreen Holdings, L.P., By: TC Group VI S1, L.P., its general partner, 02/16/2022 By: /s/ Jeremy W. Anderson, Authorized Person CP VI Evergreen Holdings, L.P., By: TC Group VI S1, L.P., its general partner, By: /s/ 02/16/2022 Jeremy W. Anderson, Authorized Person

\*\* 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.