SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

0.5

hours per response:

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

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

1	dress of Reporting		2. Issuer Name and Ticker or Trading Symbol ZoomInfo Technologies Inc. [ZI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>IA A5500</u>	<u>JAIE5, L.P.</u>	<u>.</u>		X Director X 10% Owner				
(Last) 200 CLAREI 56TH FLOO	200 CLARENDON STREET		3. Date of Earliest Transaction (Month/Day/Year) 10/22/2021	Officer (give title Other (specify below)				
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street) BOSTON	MA	02116		Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						
		Table I - Non-Der	ivative Securities Acquired, Disposed of, or Bene	eficially Owned				
I		1						

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	10/22/2021		S ⁽¹⁾		14,065	D	\$70.0201 ⁽²⁾	29,717,546	I	See Footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		363	D	\$70.0201 ⁽²⁾	767,169	I	See Footnotes ⁽⁴⁾⁽⁵⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		2,429	D	\$70.0201 ⁽²⁾	5,132,190	I	See Footnotes ⁽⁴⁾⁽⁶⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		523	D	\$70.0201 ⁽²⁾	1,103,695	I	See Footnotes ⁽⁴⁾⁽⁷⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		18	D	\$70.0201 ⁽²⁾	36,644	I	See Footnotes ⁽⁴⁾⁽⁸⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		920	D	\$70.0201 ⁽²⁾	1,943,369	I	See Footnotes ⁽⁴⁾⁽⁹⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		826	D	\$70.0201 ⁽²⁾	1,743,533	I	See Footnotes ⁽⁴⁾⁽¹⁰⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		70	D	\$70.0201 ⁽²⁾	146,585	I	See Footnotes ⁽⁴⁾⁽¹¹⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		3,679	D	\$70.0201 ⁽²⁾	7,773,479	I	See Footnotes ⁽⁴⁾⁽¹²⁾
Class A Common Stock	10/22/2021		S ⁽¹⁾		3,301	D	\$70.0201 ⁽²⁾	6,974,142	I	See Footnotes ⁽⁴⁾⁽¹³⁾

 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)	Date Execution Date, Transaction of Expiration Date		ate	e Amount of			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^*

TA ASSOCIATES, L.P.

(Last)	(First)	(Middle)				
200 CLARENDON STREET						
56TH FLOOR						

(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA XI DO AIV</u>		
(Last) 200 CLARENDON 56TH FLOOR	(First) N STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA SDF III DO</u>		
(Last) 200 CLARENDON 56TH FLOOR	(First) N STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA Atlantic & I</u>	of Reporting Person [*] Pacific VII-A L.]	<u>P.</u>
(Last) 200 CLARENDON 56TH FLOOR	(First) I STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA INVESTOF</u>		
(Last) 200 CLARENDON 56TH FLOOR	(First) V STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA SDF III DO</u>		
(Last) 200 CLARENDON 56TH FLOOR	(First) N STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of <u>TA XI DO AIV</u>		
(Last) 200 CLARENDON	(First) N STREET	(Middle)

56TH FLOOR		
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
	ss of Reporting Person	* <u>Partnership, L.P.</u>
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
	ss of Reporting Person DO Feeder, L.P.	*
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
1. Name and Addres	ss of Reporting Person eeder, <u>L.P.</u>	*
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted on December 6, 2020.

2. Reflects a weighted-average sale price. The shares were sold in multiple transactions at prices ranging from \$70.00 to \$70.06. The Reporting Persons will provide upon request to the Securities and Exchange Commission, the Company or security holder of the Company, full information regarding the number of shares sold at each separate price.

3. Securities are held by TA XI DO AIV, L.P. ("XI DO AIV").

4. TA Associates, L.P. is the ultimate general partner of each of XI DO, SDF III Feeder, Atlantic & Pacific VII-B, XI DO AIV, SDF III DO, Atlantic & Pacific VII-A, Investors IV, AP VII-B, SDF III DO AIV II and XI DO AIV II (collectively, the "TA Associates Funds"). Investment and voting control of the TA Associates Funds is held by TA Associates, L.P. Todd R. Crockett and Jason S. Mironov are directors of the Issuer and serve as representatives of TA Associates, L.P. and the TA Associates Funds on the Issuer's board of directors. TA Associates, L.P. disclaims beneficial ownership of such securities, except to the extent of its pecuniary interest in such securities, if any.

5. Securities are held by TA SDF III DO AIV, L.P. ("SDF III DO").

6. Securities are held by TA Atlantic & Pacific VII-A, L.P. ("Atlantic & Pacific VII-A").

7. Securities are held by TA Investors IV, L.P. ("Investors IV").

8. Securities are held by TA SDF III DO AIV II, L.P. ("SDF III DO AIV II").

9. Securities are held by TA XI DO AIV II, L.P. ("XI DO AIV II").

10. Securities are held by TA AP VII-B DO Subsidiary Partnership, L.P. ("AP VII-B").

11. Securities are held by TA SDF III DO Feeder, L.P. ("SDF III Feeder").

12. Securities are held by TA XI DO Feeder, L.P ("XI DO").

13. Securities are held by TA Atlantic & Pacific VII-B, L.P. ("Atlantic & Pacific VII-B").

Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, Atlantic & Pacific VII-B has filed a separate Form 4.

TA Associates, L.P., by JeffreyC. Hadden, its, General10/26/2021Counsel, /s/ Jeffrey C. Hadden10/26/2021TA XI DO AIV, L.P., by TAAssociates XI GP, L.P., itsGeneral Partner, by TAAssociates, L.P., its General,10/26/2021Partner, by Jeffrey C. Hadden,its General Counsel, /s/ JeffreyC. HaddenTA SDF III DO AIV, L.P., by10/26/2021TA Associates, SDF III GP

L.P., its General Partner, by TA Associates, L.P., its General Partner, by Jeffrey C. Hadden, its, General Counsel, /s/ Jeffrey C. Hadden TA Atlantic & Pacific VII-A L.P., by TA Associates AP, VII GP L.P., its General Partner, by TA Associates, 10/26/2021 L.P., its General Partner, by Jeffrey C. Hadden, its, General Counsel, /s/ Jeffrey C. Hadden TA Investors IV, L.P., by TA Associates, L.P., its General Partner, by Jeffrey C. Hadden, 10/26/2021 its, General Counsel, /s/ Jeffrey C. Hadden TA SDF III DO AIV II, L.P., by TA Associates SDF, III GP, L.P., its General Partner, by TA Associates, L.P., its 10/26/2021 General Partner, by Jeffrey C. Hadden, its General, Counsel, /s/ Jeffrey C. Hadden TA XI DO AIV II, L.P., by TA Associates XI GP, L.P, its General Partner, by TA Associates, L.P., its General, 10/26/2021 Partner, by Jeffrey C. Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA Associates AP VII-B DO Subsidiary Partnership, L.P., by TA Associates AP VII GP L.P., its General Partner, by 10/26/2021 TA Associates, L.P., its General Partner, by Jeffrey C., Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA SDF III DO Feeder, L.P., by TA Associates SDF III GP L.P., its General Partner, by 10/26/2021 TA Associates, L.P., its General Partner, by Jeffrey C., Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA XI DO Feeder, L.P., by TA Associates XI GP L.P., its General Partner, by TA Associates, L.P., its General 10/26/2021 Partner, Jeffrey C. Hadden, its, General Counsel, /s/ Jeffrey C. Hadden ** 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.