UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 2, 2022

ZoomInfo Technologies Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

001-39310 (Commission File Number) 87-3037521 (IRS Employer Identification No.)

805 Broadway Street, Suite 900, Vancouver, Washington 98660 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (800) 914-1220

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8–K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a–12 under the Exchange Act (17 CFR 240.14a–12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e- 4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Class A common stock, par value \$0.01 per share	ZI	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company \Box

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On May 2, 2022, ZoomInfo Technologies Inc. (the "Company") issued a press release announcing its financial results as of and for the period ended March 31, 2022. A copy of the press release is furnished as Exhibit 99.1 to this current report and is incorporated herein by reference. The information contained in Item 2.02 of this current report, including the press release furnished as Exhibit 99.1 hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

The following Exhibit 99.1 is furnished pursuant to Item 2.02 of this report.

(d) Exhibits.

Exhibit No.	Description
99.1	Press release dated May 2, 2022 announcing ZoomInfo Technologies Inc.'s first quarter 2022 financial results
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ZoomInfo Technologies Inc.

Date: May 2, 2022

By: <u>/s/ P. Cameron Hyzer</u> Name: P. Cameron Hyzer Title: Chief Financial Officer



ZoomInfo Announces First Quarter 2022 Financial Results

GAAP Revenue of \$241.7 million Grows 58% year-over-year GAAP Operating Margin of 13% and Adjusted Operating Income Margin of 39% Cash Flow from Operations of \$105.0 million and Unlevered Free Cash Flow of \$125.9 million

Vancouver, WA, May 2, 2022 - ZoomInfo, (NASDAQ: ZI) a global leader in modern go-to-market software, data, and intelligence, today announced its financial results for the first quarter ended March 31, 2022.

"ZoomInfo delivered a great start to the year as reflected in our first quarter results, which include another quarter of strong revenue growth and free cash flow," said Henry Schuck, ZoomInfo Founder and CEO. "Customers are embracing the ZoomInfo RevOS platform, with more companies using the data, insights, automation and workflows to grow their business and efficiently go-to-market."

First Quarter 2022 Financial and Other Recent Highlights -

Financial Highlights:

- Revenue of \$241.7 million, an increase of 58% year-over-year.
- Operating income of \$32.4 million and Adjusted Operating Income of \$95.7 million.
- GAAP operating income margin of 13% and Adjusted Operating Income Margin of 39%.
- Cash flow from operations of \$105.0 million and Unlevered Free Cash Flow of \$125.9 million.

Business and Operating Highlights:

- Launched MarketingOS, an account-based marketing (ABM) platform aligning sales and marketing teams in a unified system powered by ZoomInfo's world-class business-to-business data. MarketingOS helps demand generation and ABM teams target and convert leads into buyers through insight-driven orchestration and personalized engagement across multiple channels, including display and social advertising, email, and SMS.
- Acquired Comparably, a suite of popular software-as-a-service (SaaS) solutions for employer branding and recruitment
 marketing combined with an employee review platform that reaches millions of candidates each month. The acquisition
 closed on April 1, 2022.
- Acquired Dogpatch Advisors, a modern sales advisory consultancy that helps enterprises scale revenue operations, build sales playbooks, use data and insights to create and refine sales, and build outbound operations functions. The acquisition closed on April 1, 2022.
- Reduced the number of board seats represented by sponsors, consistent with their reduction in share ownership as outlined in the Stockholder Agreement.
- Increased the company's international presence with the first physical office in India, the expansion of the company's
 innovation and global research and development operations in Israel, and continued hiring of U.K.-based go-to-market
 resources in support of the company's international growth.

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• Closed the quarter with 1,623 customers with \$100,000 or greater in annual contract value.

Q1 2022 Financial Highlights (Unaudited) (\$ in millions, except per share amounts)

	GAAP Quarterly Results	Increase YoY	_	Non-GAAP Quarterly Results	Increase YoY
Revenue	\$241.7	58%			
Operating Income	\$32.4	16%	Adjusted Operating Income	\$95.7	45%
Operating Income Margin	13%		Adjusted Operating Income Margin	39%	
Net Income Per Share (Diluted)	\$0.02		Adjusted Net Income per share (Diluted)	\$0.18	
Cash Flow from Operating Activities	\$105.0	13%	Unlevered Free Cash Flow	\$125.9	29%

The Company uses a variety of operational and financial metrics, including non-GAAP financial measures, to evaluate its performance and financial condition. The accompanying financial data includes additional information regarding these metrics and a reconciliation of non-GAAP financial information for historical periods to the most directly comparable GAAP financial measure. The presentation of non-GAAP financial information should not be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP.

Business Outlook:

Based on information available as of May 2, 2022, ZoomInfo is providing guidance for the second quarter and full year 2022 as follows:

	Q2 2022	Prior FY 2022	FY 2022
GAAP Revenue	\$253 - \$255 million	\$1.01 - \$1.02 billion	\$1.06 - \$1.07 billion
Non-GAAP Adjusted Operating Income	\$98 - \$100 million	\$405 - \$415 million	\$418 - \$424 million
Non-GAAP Adjusted Net Income per share	\$0.17 - \$0.18	\$0.71 - \$0.73	\$0.75 - \$0.77
Non-GAAP Unlevered Free Cash Flow	Not Guided	\$415 - \$435 million	\$435 - \$445 million
Weighted Average Shares Outstanding	410 million	410 million	411 million

Conference Call and Webcast Information:

ZoomInfo will host a conference call today, May 2, 2022, to review its results at 4:30 p.m. Eastern Time, 1:30 p.m. Pacific Time. The call will be accessible by telephone: (833) 519-1261 (U.S.) or (914) 800-3834 (International) with the passcode: 6499165.

The call will also be webcast live on the Company's investor relations website at https://ir.zoominfo.com/, where related presentation materials will be posted prior to the conference call. Following the conference call, an archived webcast of the call will be available for one year on ZoomInfo's Investor Relations website.

Non-GAAP Financial Measures and Other Metrics:

To supplement our consolidated financial statements presented in accordance with GAAP, this press release contains non-GAAP financial measures, including Adjusted Operating Income, Adjusted Operating Income Margin, Adjusted Net Income, Adjusted Net Income Per Share, and Unlevered Free Cash Flow. We believe these non-GAAP measures are useful to investors in evaluating our operating performance because they eliminate certain items that affect period-over-period comparability and provide consistency with past financial performance and additional information about our underlying results and trends by excluding certain items that may not be indicative of our business, results of operations, or outlook. Non-GAAP financial measures are not meant to be considered in isolation or as a substitute for the comparable GAAP measures, but rather as supplemental information to our business results. This information should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP. There are limitations to these non-GAAP financial measures because they are not prepared in accordance with GAAP and may not be comparable to similarly titled measures of other companies due to potential differences in methods of calculation and items or events being adjusted. In addition, other companies may use different measures to evaluate their performance, all of which could reduce the usefulness of our non-GAAP financial measures as tools for comparison. A reconciliation is provided at the end of this press release for each historical non-GAAP financial measure to the most directly comparable financial measure stated in accordance with GAAP. We do not provide a guantitative reconciliation of the forward-looking non-GAAP financial measures included in this press release to the most directly comparable GAAP measures due to the high variability and difficulty to predict certain items excluded from these non-GAAP financial measures; in particular, the effects of stock-based compensation expense, taxes and amounts under the exchange tax receivable agreement, deferred tax assets and deferred tax liabilities, and restructuring and transaction expenses. We expect the variability of these excluded items may have a significant, and potentially unpredictable, impact on our future GAAP financial results.

We define Adjusted Operating Income as income from operations plus (i) impact of fair value adjustments to acquired unearned revenue, (ii) amortization of acquired technology and other acquired intangibles, (iii) equity-based compensation expense, (iv) restructuring and transaction-related expenses, and (v) integration costs and acquisition-related compensation. We define Adjusted Operating Income Margin as Adjusted Operating Income divided by the sum of revenue and the impact of fair value adjustments to acquired unearned revenue.



We define Adjusted Net Income as Adjusted Operating Income less (i) interest expense, net (ii) other (income) expense, net, excluding TRA liability remeasurement expense (benefit) and (iii) income tax expense (benefit) including incremental tax effects of adjustments to arrive at Adjusted Operating Income and current tax benefits related to the TRA. We define Adjusted Net Income Per Share as Adjusted Net Income divided by diluted weighted average shares outstanding.

We define Unlevered Free Cash Flow as net cash provided from operating activities less (i) purchases of property and equipment and other assets, plus (ii) cash interest expense, (iii) cash payments related to restructuring and transaction-related expenses, and (iv) cash payments related to integration costs and acquisition-related compensation. Unlevered Free Cash Flow does not represent residual cash flow available for discretionary expenditures since, among other things, we have mandatory debt service requirements.

Cautionary Statement Regarding Forward-Looking Information

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those expressed or implied by these statements. You can generally identify our forward-looking statements by the words "anticipate," "believe," "can," "continue," "could," "estimate," "expect," "forecast," "goal," "intend," "may," "might," "objective," "outlook," "plan," "potential," "predict," "projection," "seek," "should," "target," "trend," "will," "would" or the negative version of these words or other comparable words. Any statements in this press release regarding future revenue, earnings, margins, financial performance, cash flow, liquidity or results of operations (including, but not limited to, the guidance provided under "Business Outlook"), and any other statements that are not historical facts are forward-looking statements. We have based our forward-looking statements on our management's beliefs and assumptions based on information available to our management at the time the statements are made. We caution you that assumptions, beliefs, expectations, intentions and projections about future events may and often do vary materially from actual results. Therefore, actual results could differ materially from those expressed or implied by our forward-looking statements.

Factors that could cause actual results to differ from those expressed or implied by our forward-looking statements include, among other things: future economic, competitive, and regulatory conditions, the COVID-19 pandemic, the successful integration of acquired businesses, and future decisions made by us and our competitors. All of these factors are difficult or impossible to predict accurately and many of them are beyond our control. For a further list and description of these and other important risks and uncertainties that may affect our future operations, see Part I, Item 1A - Risk Factors in our most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission, which we may update in Part II, Item 1A - Risk Factors in Quarterly Reports on Form 10-Q we have filed or will file hereafter. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, investments, or other strategic transactions we may make. Each forward-looking statement contained in this presentation speaks only as of the date of this presentation, and we undertake no obligation to update or revise any forward-looking statements whether as a result of new information, future developments or otherwise, except as required by law.

About ZoomInfo

ZoomInfo (NASDAQ: ZI) is a leader in modern go-to-market software, data, and intelligence for more than 25,000 companies worldwide. ZoomInfo's revenue operating system, RevOS, empowers business-to-business sales, marketing, and recruiting professionals to hit their number by pairing best-in-class

technology with unrivaled data coverage, accuracy, and depth of company and contact information. With integrations embedded into workflows and technology stacks, including the leading CRM, Sales Engagement, Marketing Automation, and Talent Management applications, ZoomInfo drives more predictable, accelerated, and sustainable growth for its customers. ZoomInfo emphasizes GDPR and CCPA compliance. In addition to creating the industry's first proactive notice program, the company is a registered data broker with the states of California and Vermont. Read about ZoomInfo's commitment to compliance, privacy, and security. For more information about ZoomInfo's leading go-to-market software, data, and intelligence, and how they help sales, marketing, and recruiting professionals, please visit www.zoominfo.com.

Website Disclosure

ZoomInfo intends to use its website as a distribution channel of material company information. Financial and other important information regarding the Company is routinely posted on and accessible through the Company's website at https://ir.zoominfo.com/. Accordingly, you should monitor the investor relations portion of our website at https://ir.zoominfo.com/ in addition to following our press releases, SEC filings, and public conference calls and webcasts. In addition, you may automatically receive email alerts and other information about ZoomInfo when you enroll your email address by visiting the "Email Alerts" section of our investor relations page at https://ir.zoominfo.com/.

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Investor Contact: Jeremiah Sisitsky

VP of Investor Relations 617-826-2068 IR@zoominfo.com

Media Contact:

Steve Vittorioso Director, Communications PR@zoominfo.com

ZoomInfo Technologies Inc. Condensed Consolidated Balance Sheets (in millions, except share data)

Short-term investments 12.4 1 Accounts receivable, net 166.3 16 Prepaid expenses and other current assets 38.1 22 Income tax receivable 60.0 60.0 Total current assets 617.2 54 Property and equipment, net 44.9 44 Operating lease right-of-use assets, net 59.1 55 Intangible assets, net 414.5 43 Goodwill 1.573.4 1.57 Deferred tax assets 40.99.3 4.11 Deferred tax assets 40.99.3 4.11 Deferred tax assets 5 6.924.2 \$ Current iabilities: \$ 1.7.4 \$ Accounds payable 71.0 0.10 0.10 Uneamed revenue, current liabilities 71.0 0.12 0.2 Current portion of tax receivable agreements liability 5.4 1 0.2 Current portion of tax receivable agreements liability 5.4 1 0.2 Current portion of tax receivable agreements liabilities 1		March 31,		December 31,
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Accrued expenses and other current liabilities 71.0 10 Unearned revenue, current portion 403.8 36 Income taxes payable 10.2 10.2 Current portion of tax receivable agreements liability 5.4 1 Current portion of operating lease liabilities 8.1 1 Total current liabilities 8.1 1 Total current portion of operating lease liabilities 8.1 1 Total current liabilities 8.1 1 Unearned revenue, net of current portion 2.3 1 Tax receivable agreements liability, net of current portion 3.046.8 3.04 Operating lease liabilities, net of current portion 60.6 6 Long-term debt, net of current portion 1,233.6 1,23 Deferred tax liabilities 1.7 1 Other long-term liabilities 3.9 1 Total liabilities 4.864.8 4.85 Commitments and Contingencies 4.0 4.0 Permanent Equity: 4.0 4.0 Additional paid-in capital 1.910.0 1.87 <td>Accounts payable</td> <td>\$ 17</td> <td>.4 \$</td> <td>15.9</td>	Accounts payable	\$ 17	.4 \$	15.9
Unearned revenue, current portion403.836Income taxes payable10.2Current portion of tax receivable agreements liability5.41Current portion of operating lease liabilities8.1Total current liabilities515.950Unearned revenue, net of current portion2.3Tax receivable agreements liability, net of current portion3,046.83,04Operating lease liabilities, net of current portion60.666Long-term debt, net of current portion1,233.61,223Deferred tax liabilities1.71.71.233.6Other long-term liabilities3.99Total liabilities4,864.84,855Commitments and Contingencies4.04.0Permanent Equity: Class A common stock, par value \$0.014.04.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4119.0Total equity2,059.41,99		71	.0	103.3
Income taxes payable10.2Current portion of tax receivable agreements liability5.41Current portion of operating lease liabilities8.11Total current liabilities515.950Unearned revenue, net of current portion2.33Tax receivable agreements liability, net of current portion2.33Operating lease liabilities, net of current portion3.046.83,046Operating lease liabilities, net of current portion60.66Long-term debt, net of current portion1,233.61,23Deferred tax liabilities1.71Other long-term liabilities3.91Total liabilities3.91Commitments and Contingencies4.864.84.85Permanent Equity:4.04.0Class A common stock, par value \$0.014.04.0Accumulated other comprehensive income (loss)26.41Retained Earnings119.011Total equity2,059.41,95		403	.8	361.5
Current portion of tax receivable agreements liability5.41Current portion of operating lease liabilities8.1Total current liabilities515.9Unearned revenue, net of current portion2.3Tax receivable agreements liability, net of current portion3,046.8Operating lease liabilities, net of current portion60.6Long-term debt, net of current portion1,233.6Deferred tax liabilities1.7Other long-term liabilities3.9Total liabilities3.9Commitments and Contingencies4,864.8Permanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.0Accumulated other comprehensive income (loss)26.4Retained Earnings119.0Total equity2,059.4Cotal equity2,059.4Cotal equity2,059.4		10	.2	8.4
Current portion of operating lease liabilities8.1Total current liabilities515.950Unearned revenue, net of current portion2.37Tax receivable agreements liability, net of current portion3,046.83,04Operating lease liabilities, net of current portion60.66Long-term debt, net of current portion1,23.61,23Deferred tax liabilities1.77Other long-term liabilities3.97Total liabilities3.97Total liabilities4,864.84,85Commitments and Contingencies4.07Permanent Equity: Class A common stock, par value \$0.014.01,910.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4119.0Total equity2,059.41,99		5	.4	10.4
Total current liabilities515.950Unearned revenue, net of current portion2.33.046.83.046.8Tax receivable agreements liability, net of current portion3.046.83.046.83.046.8Operating lease liabilities, net of current portion60.666Long-term debt, net of current portion1.233.61.2331.233Deferred tax liabilities1.701.70Other long-term liabilities3.93.93.93.9Total liabilities4.864.84.864.84.85Commitments and Contingencies4.04.04.0Permanent Equity: Class A common stock, par value \$0.014.04.0Additional paid-in capital1.910.01.87Accumulated other comprehensive income (loss)26.4119.0Total equity2.059.41.95		8	.1	8.1
Tax receivable agreements liability, net of current portion3,046.83,046Operating lease liabilities, net of current portion60.66Long-term debt, net of current portion1,233.61,23Deferred tax liabilities1.71Other long-term liabilities3.91Total liabilities3.91Commitments and Contingencies4.864.84.85Permanent Equity: Class A common stock, par value \$0.014.01,910.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4119.0Total equity2,059.41,95	Total current liabilities	515	.9	507.6
Tax receivable agreements liability, net of current portion3,046.83,04Operating lease liabilities, net of current portion60.66Long-term debt, net of current portion1,233.61,23Deferred tax liabilities1.71Other long-term liabilities3.91Total liabilities4,864.84,85Commitments and Contingencies4.01Permanent Equity: Class A common stock, par value \$0.014.01,910.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4119.0Total equity2,059.41,95	Unearned revenue, net of current portion	2	.3	2.7
Operating lease liabilities, net of current portion60.660.6Long-term debt, net of current portion1,233.61,23Deferred tax liabilities1.71.7Other long-term liabilities3.91.7Total liabilities4,864.84,864.8Commitments and Contingencies4.01.910.0Permanent Equity: Class A common stock, par value \$0.014.01.910.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4119.0Total equity2,059.41,99		3,046	.8	3,046.0
Long-term debt, net of current portion1,233.61,23Deferred tax liabilities1.7Other long-term liabilities3.9Total liabilities4,864.8Querter description4,864.8Commitments and Contingencies4,864.8Permanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.0Accumulated other comprehensive income (loss)26.4Retained Earnings119.0Total equity2,059.4Querter description1,992				61.5
Deferred tax liabilities1.7Other long-term liabilities3.9Total liabilities4,864.8Commitments and ContingenciesPermanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.0Accumulated other comprehensive income (loss)26.4Retained Earnings119.0Total equity2,059.4Total equity1,990.0				1,232.9
Total liabilities4,864.84,85Commitments and ContingenciesPermanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4Retained Earnings119.011Total equity2,059.41,99				1.5
Total liabilities4,864.84,85Commitments and ContingenciesPermanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4Retained Earnings119.011Total equity2,059.41,99	Other long-term liabilities	3	.9	2.8
Permanent Equity: Class A common stock, par value \$0.014.0Additional paid-in capital1,910.0Accumulated other comprehensive income (loss)26.4Retained Earnings119.0Total equity2,059.41,959.41,959.4	-			4,855.0
Class A common stock, par value \$0.014.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4Retained Earnings119.011Total equity2,059.41,99	Commitments and Contingencies			
Class A common stock, par value \$0.014.0Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4Retained Earnings119.011Total equity2,059.41,99	Permanent Equity:			
Additional paid-in capital1,910.01,87Accumulated other comprehensive income (loss)26.4Retained Earnings119.011Total equity2,059.41,99		Δ	.0	4.0
Accumulated other comprehensive income (loss)26.4Retained Earnings119.0Total equity2,059.41,99				1,871.6
Retained Earnings119.011Total equity2,059.41,99				9.5
Total equity 2,059.4 1,99				112.8
				1,997.9
Total liabilities and permanent equity \$ 6,924.2 \$ 6,85	Total liabilities and permanent equity			6,852.9

ZoomInfo Technologies Inc. Consolidated Statements of Operations

(in millions, except per share amounts; unaudited)

		Three Months Ended March 31,		
	_	2022	2021	
Revenue	\$	241.7	\$ 153.3	
Cost of service:				
Cost of service ⁽¹⁾		32.8	21.4	
Amortization of acquired technology		11.2	6.7	
Gross profit		197.7	125.2	
Operating expenses:				
Sales and marketing ⁽¹⁾		84.1	48.8	
Research and development ⁽¹⁾		45.6	20.4	
General and administrative ⁽¹⁾		27.8	18.8	
Amortization of other acquired intangibles		5.3	4.8	
Restructuring and transaction-related expenses		2.5	4.4	
Total operating expenses	_	165.3	97.2	
Income (loss) from operations	_	32.4	28.0	
Interest expense, net		11.8	6.5	
Loss on debt modification and extinguishment		_	5.9	
Other (income) expense, net		1.4	(0.2)	
Income (loss) before income taxes	_	19.2	15.8	
Income tax expense (benefit)		13.0	49.7	
Net income (loss)	_	6.2	(33.9)	
Less: Net income (loss) attributable to noncontrolling interests			(37.1)	
Net income (loss) attributable to ZoomInfo Technologies Inc.	\$	6.2	\$ 3.2	
Net income (loss) per share of Class A and Class C common stock:				
Basic	\$	0.02	\$ 0.02	
Diluted	\$	0.02	\$ 0.02	
⁽¹⁾ Amounts include equity-based compensation expense, as follows:				
	_	Three Months Ended		
Cost of service	\$	<u> </u>	<u>2021</u> 3.5	
	φ	4 A	3.0	

Cost of service	\$ 4,30	3.5
Sales and marketing	16.1	8.4
Research and development	15.6	2.6
General and administrative	6.2	3.6
Total equity-based compensation expense	\$ 42\$5	18.1

ZoomInfo Technologies Inc. Consolidated Statements of Cash Flows

(in millions; unaudited)

(in minons; unaudited)	Three Months Ended M		March 31	
		2022	Indea	2021
Cash flows from operating activities:			-	
Net income (loss)	\$	6.2	\$	(33.9)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:				
Depreciation and amortization		20.0		15.5
Amortization of debt discounts and issuance costs		0.7		0.5
Amortization of deferred commissions costs		14.1		8.7
Asset impairments				2.7
Loss on debt modification and extinguishment		_		5.9
Deferred consideration valuation adjustments				0.2
Equity-based compensation expense		42.5		18.1
Deferred income taxes		10.7		47.0
Tax receivable agreement remeasurement		0.9		_
Provision for bad debt expense		0.4		0.7
Changes in operating assets and liabilities, net of acquisitions:		0		0
Accounts receivable		20.1		5.1
Prepaid expenses and other current assets		(4.8)		(0.9)
Deferred costs and other assets, net of current portion		(18.6)		(9.8)
Income tax receivable		(1.2)		1.4
Accounts payable		1.5		5.2
Accrued expenses and other liabilities		(29.4)		(12.6)
Unearned revenue		41.9		39.2
Net cash provided by (used in) operating activities	·	105.0		93.0
Net cash provided by (used in) operating activities		105.0		93.0
Cash flows from investing activities:				
Purchases of short-term investments		(11.1)		(103.6)
Maturities of short-term investments		17.0		9.5
Purchases of property and equipment and other assets		(6.6)		(4.7)
Purchase of convertible note receivable		(10.0)		
Cash paid (received) for acquisitions, net of cash acquired		2.1		(0.2)
Net cash provided by (used in) investing activities	-	(8.6)		(99.0)
Cash flows from financing activities:				
Payments of deferred consideration		(1.1)		(9.2)
Proceeds from debt		_		350.0
Repayment of debt				(356.4)
Payments of debt issuance and modification costs		(0.4)		(5.7)
Proceeds from exercise of stock options		0.3		0.5
Taxes paid related to net share settlement of equity awards		(3.8)		(2.2)
Payments of equity issuance costs		(0.3)		_
Tax receivable agreement payments		(5.0)		
Tax distributions		—		(10.8)
Net cash provided by (used in) financing activities		(10.3)		(33.8)
Net increase (decrease) in cash, cash equivalents, and restricted cash		86.1		(39.8)
Cash, cash equivalents, and restricted cash at beginning of period		314.1		271.0
Cash, cash equivalents, and restricted cash at end of period	\$	400.2	\$	231.2
Cash, cash equivalents, and restricted cash at end of period:	<u> </u>		<u> </u>	
Cash and cash equivalents		394.4		229.1
Restricted cash, current				0.1
Restricted cash, non-current		5.8		2.0
Total cash, cash equivalents, and restricted cash	\$	400.2	\$	231.2
	-	400.2	*	201.2

Supplemental disclosures of cash flow information		
Interest paid in cash	\$ 19.5	\$ 6.8
Cash paid for taxes	\$ 1.3	\$ —
Supplemental disclosures of non-cash investing and financing activities:		
Deferred variable consideration from acquisition of a business	\$ 1.1	\$
Property and equipment included in accounts payable and accrued expenses and other current		
liabilities	\$ 1.3	\$

ZoomInfo Technologies Inc. Reconciliation of GAAP Operating Cash Flow to Unlevered Free Cash Flow (\$ in millions; unaudited)

Three Months Ended March 31,			rch 31,
	2022		2021
\$	105.0	\$	93.0
	(6.6)		(4.7)
	19.5		6.8
	8.0		1.1
	_		1.3
\$	125.9	\$	97.5
		2022 \$ 105.0 (6.6) 19.5 8.0 	2022 \$ 105.0 \$ (6.6) 19.5 8.0

ZoomInfo Technologies Inc.

Reconciliation of GAAP Net Income (Loss) to Adjusted Net Income and Income (Loss) From Operations to Adjusted Operating Income

(in millions, except per share amounts; unaudited)

	Three Months	Ended March 31,
	2022	2021
Net income (loss)	\$ 6.2	\$ (33.9)
Add (less): Expense (benefit) from income taxes	13.0	49.7
Add: Interest expense, net	11.8	6.5
Add: Loss on debt modification and extinguishment	—	5.9
Add (less): Other expense (income), net	1.4	(0.2)
Income (loss) from operations	32.4	28.0
Add: Impact of fair value adjustments to acquired unearned revenue	1.1	0.6
Add: Amortization of acquired technology	11.2	6.7
Add: Amortization of other acquired intangibles	5.3	4.8
Add: Equity-based compensation	42.5	18.1
Add: Restructuring and transaction-related expenses	2.5	4.4
Add: Integration costs and acquisition-related expenses	0.6	3.4
Adjusted Operating Income	95.7	66.1
Less: Interest expense, net	(11.8)	(6.5)
Less (add): Other expense (income), net, excluding TRA liability remeasurement (benefit) expense	(0.6)	0.2
Add (less): Benefit (expense) from income taxes	(13.0)	(49.7)
Less: Tax impacts of adjustments to net income (loss)	3.5	40.6
Adjusted Net Income	\$ 73.8	\$ 50.7
Shares for Adjusted Net Income Per Share ⁽¹⁾	409	404
Adjusted Net Income Per Share	\$ 0.18	\$ 0.13

1. Diluted earnings per share is computed by giving effect to all potential weighted average Class A common stock, Class C common stock, and any securities that are convertible into Class A common stock, including options and restricted stock units. The dilutive effect of outstanding awards and convertible securities is reflected in diluted earnings per share by application of the treasury stock method, excluding deemed repurchases assuming proceeds from unrecognized compensation as required by GAAP. Shares and grants issued in conjunction with the IPO were assumed to be issued at the beginning of the period.

	Three Months Ended Mar			
(\$ in millions)		2022		2021
Adjusted Operating Income	\$	95.7	\$	66.1
Revenue		241.7		153.3
Impact of fair value adjustments to acquired unearned revenue		1.1		0.6
Revenue for adjusted operating margin calculation	\$	242.8	\$	154.0
Adjusted Operating Income Margin		39 %	ó	43 %