(Street)

(City)

(Last)

WASHINGTON DC

1. Name and Address of Reporting Person^* TC Group VI S1, L.L.C.

(State)

(First)

20004-2505

(Zip)

(Middle)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ton, D.C. 20549	OM

gion, D.C. 20549	OMB APPROVAL					
S IN BENEFICIAL OWNERSHIP	OMB Number:	3235-028				

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

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		Reporting Person*	nt Holdir	<u>ngs, I</u>	<u>J.P.</u>	2. Is:	suer N	lame and Ti	cker or 1	Fradir					Relationship heck all appli Direc	icable) tor		X 10)% Own	
	E CARLYL	First) E GROUP, 1001 AVE., N.W., SUI		OUTH	[ate of 24/20		nsaction	(Mon	nth/Day/Year))			Office below	er (give t	itle		ther (spe	ecify
(Street) WASHI	NGTON I	OC .	20004-2	505		4. If	Amen	dment, Date	of Origi	nal Fi	iled (Month/D	Day/Year)	6.		filed by	One Re	ng (Check porting Pe an One R	erson	´
(City)	(State)	(Zip)																	
			Table I -						.	ed,	Disposed			iall						
1. Title of	Security (Ins	tr. 3)		Date	nsactio h/Day/Y	- 1	Executif any	eemed ution Date, th/Day/Year)	3. Transa Code (I 8)		4. Securitie Disposed (ed (A) or str. 3, 4 and 5	5)	5. Amount o Securities Beneficially Owned Folio Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 7. Nature of Indirect Ben Ownership 4		Beneficial	
									Code	v	Amount	(A) (D)	or Price		Transaction (Instr. 3 and					
Class A (Common St	ock		02/	24/202	21			С		3,930,98	34 <i>A</i>	\$0.0	0	3,930,9	984]		See footno	otes(1)(2)(3)
Class B (Common St	ock		02/	24/202	21			J ⁽⁴⁾		1,960,03	39 I	\$0.0	0	37,493,	725		<u> </u>		otes(1)(2)(3)
Class A (Common St	ock			24/202				S		3,930,98		,,,,,		0				See footno	otes(1)(2)(3)
			Table								isposed on section is a convertible of the converti				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transa Code 8)		Dei Sed Acc	Number of rivative curities quired (A) Disposed of (Instr. 3, 4	6. Date Expirat (Month	ion D		Securit	and Amount ies Underlyin ive Security and 4)	of ng	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securit Benefic Owned Followi Report	ive ies cially ng ed	10. Ownersh Form: Direct (D or Indirec (I) (Instr.	ip Indi Ber) Ow ct (Ins	Nature of irect neficial nership str. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount Number Shares			Transa (Instr. 4				
LLC Units of ZoomInfo Holdings LLC	(5)	02/24/2021			С			1,960,039	(5)		(5)	Class A Commo Stock	n 1,960,0)39	\$0.00	37,49	3,725	I	See (2)(3	footnotes ⁽¹⁾
Class C Common Stock	(6)	02/24/2021			С			1,970,945	(6)		(6)	Class A Commo Stock		945	\$0.00	51,79	2,610	I	See (2)(3	footnotes ⁽¹⁾
		Reporting Person*	nt Holdir	<u>ıgs, I</u>	<u> </u>															
		(First) E GROUP, 1001 AVE., N.W., SUI		iddle)	[
(Street)	NGTON	DC	20	004-2	505		_													
(City)		(State)	(Zij	p)																
		Reporting Person*		ngs S	ub L	<u>.Р.</u>														
		(First) E GROUP, 1001 AVE., N.W., SUI		iddle)	[

Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
I. Name and Address of TC Group VI S1		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 22	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of <u>TC Group VI, L</u>		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 22	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of <u>TC Group VI, L</u>		
(Last) C/O THE CARLYL PENNSYLVANIA	(First) E GROUP 1001 AVE., N.W., SUITE 22	(Middle)
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of Carlyle Partners	Reporting Person* VI Evergreen Ho	ldings, L.P.
(Last) C/O THE CARLYL	(First)	(Middle)
	AVE., N.W., SUITE 22	20 SOUTH
(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address of <u>CP VI Evergreer</u>		
(Last) C/O THE CARLYL	(First) E GROUP 1001 AVE., N.W., SUITE 22	(Middle)
PENNSYLVANIA A		
PENNSYLVANIA / (Street) WASHINGTON	DC	20004-2505
(Street)	DC (State)	20004-2505 (Zip)
(Street) WASHINGTON (City) 1. Name and Address of	(State)	(Zip)

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) 14,090,268 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 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 VI S1, L.L.C., which is the general partner 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 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 Cayman Investment Holdings Sub L.P., which is the sole member of TC Group VI, L.L.C., which is the general partner of Carlyle VI Dash.
- 4. Reflects the cancellation for no consideration of Class B Common Stock in connection with the conversion of the OpCo Units in to Class A Common Stock
- 5. 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.
- 6. 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.

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.

TC Group Cayman Investment Holdings, L.P., By: CG Subsidiary Holdings L.L.C., its 02/26/2021 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 partner, By: CG Subsidiary 02/26/2021 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 02/26/2021 Person TC Group VI S1, L.P., By: /s/ Jeremy W. Anderson, Authorized 02/26/2021 Person TC Group VI, L.L.C., By: /s/ Jeremy W. Anderson, Authorized 02/26/2021 TC Group VI, L.P., By: /s/ Jeremy W. Anderson, Authorized 02/26/2021 Person Carlyle Partners VI Evergreen Holdings, L.P., By: TC Group VI S1, L.P., its general partner, By: 02/26/2021 /s/ Jeremy W. Anderson, **Authorized Person** CP VI Evergreen Holdings, L.P. By: TC Group VI S1, L.P., its 02/26/2021 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: 02/26/2021 /s/ Jeremy W. Anderson, Authorized Person ** Signature of Reporting Person

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.