SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See		STATEMEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP						
Instruction 1		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		hours p	onse: 0.		
	dress of Reporting Per <u>C & Pacific VII</u>		2. Issuer Name and Ticker or Trading Symbol ZoomInfo Technologies Inc. [ZI]		all applicat	,		10% Owner	
	(First) NDON STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/26/2021		below)			Other (specify below)	
56TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	idual or Joii	int/Group Filing (Check Applica			
(Street) BOSTON	MA	02116		X	Form filed by One Reporting Person Form filed by More than One Repor Person			0	

BOSTON	MA	0211
(City)	(State)	(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		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	10/26/2021		S ⁽¹⁾		155,938	D	\$70.1139 ⁽²⁾	29,538,582	I	See Footnotes ⁽³⁾⁽⁴⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		4,026	D	\$70.1139 ⁽²⁾	762,548	I	See Footnotes ⁽⁴⁾⁽⁵⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		26,930	D	\$70.1139(2)	5,101,283	I	See Footnotes ⁽⁴⁾⁽⁶⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		5,792	D	\$70.1139 ⁽²⁾	1,097,048	I	See Footnotes ⁽⁴⁾⁽⁷⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		193	D	\$ 70.1139 ⁽²⁾	36,422	I	See Footnotes ⁽⁴⁾⁽⁸⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		10,198	D	\$70.1139 ⁽²⁾	1,931,665	I	See Footnotes ⁽⁴⁾⁽⁹⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		9,149	D	\$70.1139 ⁽²⁾	1,733,033	I	See Footnotes ⁽⁴⁾⁽¹⁰⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		770	D	\$70.1139 ⁽²⁾	145,701	I	See Footnotes ⁽⁴⁾⁽¹¹⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		40,790	D	\$ 70.1139 ⁽²⁾	7,726,666	I	See Footnotes ⁽⁴⁾⁽¹²⁾		
Class A Common Stock	10/26/2021		S ⁽¹⁾		36,596	D	\$ 70.1139 ⁽²⁾	6,932,142	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						of (D) (Instr. 3, 4 and 5)				Amount or Number			Transaction(s) (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	of Shares				

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 \$70.76. 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, TA Associates, L.P., XI DO, SDF III Feeder, 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 have filed a separate Form 4.

TA Atlantic & Pacific VII-B,L.P., by TA Associates AP VIIGP L.P., its General Partner,by TA Associates, L.P., its10/28/2021General Partner, by Jeffrey C.Hadden, its General Counsel,/s/ Jeffrey 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.