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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

ОМВ	APPROVAL

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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 P Carlyle Group Inc. (Last) (First) C/O THE CARLYLE GROUP PENNSYLVANIA AVE., N.W	2. Issuer Name a ZoomInfo 7 3. Date of Earlies 09/10/2021	<u>Fechn</u>	<u>olo</u> g	<u>gies Inc.</u> [5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)				
SOUTH (Street) WASHINGTON DC	4. If Amendment	, Date o	f Origi	inal Filed (Mo		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				
(City) (State)	ative Securitie	s Aca	uire	d. Dispose	ed of.	or Benefici	ally 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)	action	4. Securities	Acquire	ed (A) or	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		
Class A Common Stock	09/10/2021		S ⁽¹⁾		128,784	D	\$63.4041 ⁽²⁾	65,923,855	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	09/10/2021		S ⁽¹⁾		96,483	D	\$64.378 ⁽⁵⁾	65,827,372	I	See footnotes ⁽³⁾⁽⁴
Class A Common Stock	00/13/2021		c (1)		63 346		\$63 5008(6)	65 764 026	Т	See

	1	 						
Class A Common Stock	09/13/2021	S ⁽¹⁾	63,346	D	\$63.5008 ⁽⁶⁾	65,764,026	Ι	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	09/13/2021	S ⁽¹⁾	291,307	D	\$64.561 ⁽⁷⁾	65,472,719	Ι	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	09/13/2021	S ⁽¹⁾	46,157	D	\$65.29 ⁽⁸⁾	65,426,562	Ι	See footnotes ⁽³⁾⁽⁴⁾

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)		n of	rities ired r osed) : 3, 4	Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Amount of Securities Underlying Derivative Security (Instr.		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						
	nd Address of Group In	Reporting Person [*]															
	E CARLYL	(First) E GROUP, 1001 AVE., N.W., SUI	(Middle) TE 220 SOUTH	[
(Street) WASHII	NGTON	DC	20004-2505		-												
(City)		(State)	(Zip)														
		Reporting Person [*] s I GP Inc.															
(Last)		(First)	(Middle)		-												

C/O THE CARLYLE GROUP, 1001

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

DC	20004-2505
	20001 2000
(State)	(Zip)
of Reporting Person [*]	
<u>gs I GP Sub L.L.</u>	<u>C.</u>
(First)	(Middle)
LE GROUP, 1001	
AVE., N.W., SUITE	220 SOUTH
DC	20004-2505
(State)	(Zip)
(State)	(Zip)
of Reporting Person [*]	
<u>gs I L.P.</u>	
(First)	(Middle)
LE GROUP, 1001	
AVE., N.W., SUITE	220 SOUTH
DC	20004-2505
	of Reporting Person [*] gs I GP Sub L.L. (First) LE GROUP, 1001 AVE., N.W., SUITE DC (State) of Reporting Person [*] gs I L.P. (First) LE GROUP, 1001 AVE., N.W., SUITE

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 \$63.00 to \$63.975. 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) 32,804,038 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 32,622,524 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 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.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.L.C., which is the general partner of Carlyle 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 \$64.00 to \$64.79. 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 \$63.00 to \$63.99. 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.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.00 to \$64.99. 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 \$65.00 to \$65.62. 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 CG Subsidiary Holdings L.L.C., TC Group, L.L.C., TC Group Sub L.P., TC Group VI S1, L.L.C., TC Group VI S1, L.L.C., TC Group VI S1, L.P., Carlyle Partners VI Evergreen Holdings, L.P., and CP VI Evergreen Holdings, L.P. are filing a separate Form 4.

The Carlyle Group Inc., By: /s/ Anne Frederick, Attorney- in-fact for Curtis L. Buser, Managing Director and Chief Financial Officer	<u>09/14/2021</u>
Carlyle Holdings I GP Inc., By: /s/ Anne Frederick, Attorney-in-fact for Curtis L. Buser, Managing Director and Chief Financial Officer	<u>09/14/2021</u>
Carlyle Holdings I GP Sub L.L.C., By: Carlyle Holdings I GP Inc., its sole member, By: /s/ Anne Frederick, Attorney- in-fact for Curtis L. Buser, Managing Director and Chief Financial Officer	<u>09/14/2021</u>
Carlyle Holdings I L.P., By: /s/ Anne Frederick, Attorney- in-fact for Curtis L. Buser, Managing Director	<u>09/14/2021</u>
** 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.

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