

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 Person* <u>Reid David L</u>  (Last) (First) (Middle) <u>C/O ZOOMINFO TECHNOLOGIES INC.,</u> <u>805 BROADWAY STREET, SUITE 900</u>  (Street) <u>VANCOUVER, WA 98660</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ZoomInfo Technologies Inc. [ ZI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> <u>VP of Accounting &amp; Controller</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/03/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			

**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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 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					
Class P Units of ZoomInfo Holdings LLC <sup>(1)</sup>	\$6.56	06/03/2020		A <sup>(2)</sup>		35,071		(1)	(1)	Class A Common Stock	\$0	35,071	D	
Restricted Stock Units	<sup>(3)</sup>	09/01/2020		A		2,576		(4)	(4)	Class A Common Stock	\$0	2,576	D	

**Explanation of Responses:**

- Reflects Class P limited liability company units ("Class P Units") of ZoomInfo Holdings LLC ("OpCo") which are profits interests that are economically similar to a stock settled stock option. Vested Class P units are exchangeable, at the holder's election, into a number of shares of the Issuer's Class A common stock ("Class A Common Stock") equal in value to the "spread value" represented by the excess of the value of shares of Class A Common Stock at the time of exchange above the "distribution threshold" associated with the Class P Units, multiplied by the number of Class P Units being exchanged. Of these Class P Units, 50% vest on February 1, 2021, and the remaining 50% vest in equal monthly installments during the 24 months thereafter.
- These securities were acquired in connection with the reclassification of the interests of ZoomInfo Holdings LLC prior to the Issuer's initial public offering (as more fully described in the Issuer's Registration Statement on Form S-1 (File No. 333-236674)).
- Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock.
- These restricted stock units shall vest as follows: (a) 25% will vest on September 1, 2021; and (b) the remaining 75% will vest in equal quarterly installments during the 36 months following September 1, 2021.

**Remarks:**

/s/ Anthony Stark, as Attorney-in-Fact 09/03/2020

\*\* 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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