SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
Filed pursuant to Section 10(a) of the Securities Exchange Act of 1934
or Section 20(b) of the Investment Company Act of 1040

Check this box if no longer subject Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	t to STA		<b>OF CHANG</b> ursuant to Section 1 or Section 30(h) of t						SHIP	OMB Number: Estimated average hours per respons	
1. Name and Address of Reporting TA ASSOCIATES, L.P.	2. 1	ed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940       Interpretation         2. Issuer Name and Ticker or Trading Symbol ZoomInfo Technologies Inc.       5. Relationship of Reporting Person(s) to Issue (Check all applicable) X Director X 10% Or									
(Last) (First) 200 CLARENDON STREET,		Date of Earliest Tran /04/2020	nsaction	(Mon	th/Day/Year)		Officer (give title Other (specify below) below)				
(Street) BOSTON MA	4. 1	f Amendment, Date	of Origi	nal Fi	led (Month/Day/	6	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)	(Zip)										
1 Title of Coordinate (Instance)		n-Derivation	ve Securities	-	red,	1			Ily Owned 5. Amount of	6 Oumorohin	7 Nature of
1. Title of Security (Instr. 3)		te onth/Day/Year)	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficia Ownership (Instr. 4)
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	1:	2/04/2020		С		3,683,563	A	(1)	3,683,563	I	See Footnotes <sup>(2)(13)</sup>
Class A Common Stock	1:	2/04/2020		с		95,092	A	(1)	95,092	I	See Footnotes <sup>(3)(13</sup>
Class A Common Stock	1:	2/04/2020		с		636,148	A	(1)	636,148	I	See Footnotes <sup>(4)(1)</sup>
Class A Common Stock	1:	2/04/2020		с		136,806	A	(1)	136,806	I	See Footnotes <sup>(5)(1)</sup>
Class A Common Stock	1:	2/04/2020		с		4,543	A	(1)	4,543	I	See Footnotes <sup>(6)(1</sup>
Class A Common Stock	1:	2/04/2020		с		240,886	A	(1)	240,886	I	See Footnotes <sup>(7)(1</sup>
Class A Common Stock	1	2/04/2020		с		216,115	A	(1)	216,115	I	See Footnotes <sup>(8)(1</sup>
Class A Common Stock	1	2/04/2020		с		18,170	A	(9)	18,170	I	See Footnotes <sup>(10)(</sup>
Class A Common Stock	1:	2/04/2020		с		963,542	A	(9)	963,542	I	See Footnotes <sup>(11)(</sup>
Class A Common Stock	1:	2/04/2020		с		864,462	A	(9)	864,462	I	See Footnotes <sup>(12)(</sup>
Class A Common Stock	1:	2/04/2020		S		3,683,563	D	\$43.875	5 0	I	See Footnotes <sup>(2)(1</sup>
Class A Common Stock	1:	2/04/2020		S		95,092	D	\$43.875	5 0	I	See Footnotes <sup>(3)(1</sup>
Class A Common Stock	1	2/04/2020		S		636,148	D	\$43.875	5 0	I	See Footnotes <sup>(4)(1</sup>
Class A Common Stock	1:	2/04/2020		S		136,806	D	\$43.875	5 0	I	See Footnotes <sup>(5)(1</sup>
Class A Common Stock	1	2/04/2020		S		4,543	D	\$43.875	5 0	I	See Footnotes <sup>(6)(1</sup>
Class A Common Stock	1	2/04/2020		S		240,886	D	\$43.875	5 0	I	See Footnotes <sup>(7)(1</sup>
Class A Common Stock	1	2/04/2020		S		216,115	D	\$43.875	5 0	I	See Footnotes <sup>(8)(1)</sup>
Class A Common Stock	1	2/04/2020		S		18,170	D	\$43.875	5 0	I	See Footnotes <sup>(10)(1</sup>
Class A Common Stock	1	2/04/2020		S		963,542	D	\$43.875	5 0	I	See Footnotes <sup>(11)(1</sup>
Class A Common Stock		2/04/2020		S		864,462	D	\$43.875		I	See Footnotes <sup>(12)(1</sup>
			e Securities A s, calls, warrar						y Owned		

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. <b>Paysied II - D</b> Execution Date, if any (Month/Day/Year)	eriva Transa • Obce en 8)	tive S action MSG, (	Acq or D (D)	uired (A) Disposed of (Instr. 3, 4	counted and Expiration Di Nono aption	istosed <sup>atel</sup> Sarconve	<b>of; TitleBe</b> Securities I <b>tbBliC</b> a <b>Se</b> (Instr. 3 ar	<b>Shefficitàlify</b> Underlying Sell Elifigs) nd 4)	Gwprieg pf Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( Sode	ction Instr. V	Deri Sec (Ab)q	umber of ivative urities u <b>lfe</b> d (A)	6. Date Exercised Expiration Da Month/Day/ Exercisable	isable and ate eExpiration Date	7. Title an Securities Derivative (iiistr. 3 an	d Amount of Underlying Summer of Gipares	8. Price of Derivative Security (Instr. 5)	Reported Transmeterats) (IBRVative Securities Beneficially	10. Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership
Units of ZoomInfo Holdings LLC	Derivative Security (14)	12/04/2020		<u>_c</u>		ו (ח) ו	sposed of (Instr. 3, 4 5 <sub>3,683,563</sub>	(14)	(14) Expiration	Class A <u>C</u> ommon Stock	_3,683,563_ Amount or Number of	\$0.00	Conned Following R(58,111,954 Transaction(s) (Instr. 4)	(I) (Instr. 4)	(instr. 4) See Footnotes <sup>(2)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		Code C	v	(A)	(D) 95,092	Exercisable (14)	(14)	Title Class A Common Stock	Shares 95,092	\$0.00	1,500,182	I	See Footnotes <sup>(3)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		с			636,148	(14)	(14)	Class A Common Stock	636,148	\$0.00	10,035,881	I	See Footnotes <sup>(4)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		с			136,806	(14)	(14)	Class A Common Stock	136,806	\$0.00	2,158,252	I	See Footnotes <sup>(5)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		с			4,543	(14)	(14)	Class A Common Stock	4,543	\$0.00	71,662	I	See Footnotes <sup>(6)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		с			240,886	(14)	(14)	Class A Common Stock	240,886	\$0.00	3,800,215	I	See Footnotes <sup>(7)</sup> (13)
Units of ZoomInfo Holdings LLC	(14)	12/04/2020		с			216,115	(14)	(14)	Class A Common Stock	216,115	\$0.00	3,409,442	I	See Footnotes <sup>(8)</sup> (13)
Class C Common Stock	(15)	12/04/2020		с			18,170	(15)	(15)	Class A Common Stock	18,170	\$0.00	286,653	I	See Footnotes <sup>(10)(13)</sup>
Class C Common Stock	(15)	12/04/2020		с			963,542	(15)	(15)	Class A Common Stock	963,542	\$0.00	15,200,861	I	See Footnotes <sup>(11)(13)</sup>
Class C Common Stock	(15)	12/04/2020		С			864,462	(15)	(15)	Class A Common Stock	864,462	\$0.00	13,637,768	I	See Footnotes <sup>(12)(13)</sup>
	nd Address of SOCIATI	Reporting Person <sup>*</sup>													
(Last) 200 CLA	ARENDON	(First) STREET, 56TH	(Middle) FLOOR												
(Street) BOSTO	N	MA	02116			-									
(City)		(State)	(Zip)												
	nd Address of DO AIV,	Reporting Person*													
(Last) 200 CLA 56TH FI	ARENDON LOOR	(First) STREET	(Middle)												
(Street)			02116			-									

BOSTON

(City)

(Last)

(Street) BOSTON

(City)

(Last)

56TH FLOOR

MA

(State)

(First)

MA

(State)

(First)

1. Name and Address of Reporting Person\* <u>TA SDF III DO AIV, L.P.</u>

1. Name and Address of Reporting Person\* <u>TA Atlantic & Pacific VII-A L.P.</u>

200 CLARENDON STREET

200 CLARENDON STREET

02116

(Zip)

(Middle)

02116

(Zip)

(Middle)

(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Addre <u>TA INVEST(</u>	ss of Reporting Person <sup>*</sup> ORS IV, L.P.	
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
	ss of Reporting Person <sup>*</sup> DO AIV II, L.P.	
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
TA XI DO A (Last) 200 CLAREND 56TH FLOOR	(First)	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)
	ss of Reporting Person <sup>*</sup> <u>BDO Subsidiary Pa</u>	artnership, L.P.
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
	ss of Reporting Person <sup>*</sup> DO Feeder, L.P.	
(Last) 200 CLAREND 56TH FLOOR	(First) ON STREET	(Middle)
(Street) BOSTON	МА	02116
(City)	(State)	(Zip)
1 Namo and Addro	ss of Reporting Person*	
TA XI DO Fe	<u>eeder, L.P.</u>	
	(First)	(Middle)

## Explanation of Responses:

1. Units of ZoomInfo Holdings LLC ("Opco"), which represent limited liability company units of Opco and a corresponding number of shares of Class B Common Stock of the Issuer, were exchanged on a one-for-one basis for shares of Class A Common Stock of the Issuer pursuant to the amended and restated limited liability company agreement of Opco.

2. Securities are held by TA XI DO AIV, L.P. ("XI DO AIV").

3. Securities are held by TA SDF III DO AIV, L.P. ("SDF III DO").

4. Securities are held by TA Atlantic & Pacific VII-A, L.P. ("Atlantic & Pacific VII-A").

5. Securities are held by TA Investors IV, L.P. ("Investors IV").

6. Securities are held by TA SDF III DO AIV II, L.P. ("SDF III DO AIV II").

7. Securities are held by TA XI DO AIV II, L.P. ("XI DO AIV II").

8. Securities are held by TA AP VII-B DO Subsidiary Partnership, L.P. ("AP VII-B").

9. Shares of the Issuer's Class C Common Stock were converted on a one-for-one basis for shares of Class A Common Stock of the Issuer.

10. Securities are held by TA SDF III DO Feeder, L.P. ("SDF III Feeder").

11. Securities are held by TA XI DO Feeder, L.P ("XI DO").

12. Securities are held by TA Atlantic & Pacific VII-B, L.P. ("Atlantic & Pacific VII-B").

13. 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.

14. Units of Opco represent limited liability company units of Opco and a corresponding number of shares of Class B Common Stock of the Issuer, which together are exchangeable at the option of the holder on a one-forone basis for shares of Class A Common Stock of the Issuer, subject to customary conversion rate adjustments for stock splits, stock dividends, and reclassifications, pursuant to the amended and restated limited liability company agreement of Opco and have no expiration date. The shares of Class B Common Stock (i) confer no incidents of economic ownership on the holders thereof and (ii) only confer ten-to-one voting rights on the holders thereof.

15. The Class C Common Stock is convertible at the option of the holder on a one-for-one basis for shares of Class A Common Stock of the Issuer and has no expiration date. Upon any transferred shares of Class C Common Stock, whether or not for value, each such transferred share will automatically convert into one share of Class A Common Stock, except for certain transfers described in the Issuer's amended and restated certificate of incorporation. The shares of Class C Common Stock will convert automatically juito Class A Common Stock, on cone-for-one basis, when the aggregate number of outcost will convert automatically on the Company's class B Common Stock and Class C Common Stock represents less than 5% of the aggregate number of the Company's outstanding shares of Common Stock have ten votes per share.

## Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, Atlantic & Pacific VII-B has filed a separate Form 4.

TA Associates, L.P., by Jeffrey C Hadden, its, General Counsel, /s/ 12/08/2020 Jeffrey C. Hadden TA XI DO AIV, L.P., by TA Associates XI GP, L.P., its General Partner, by TA Associates, L.P., its General, 12/08/2020 Partner, by Jeffrey C. Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA SDF III DO AIV, L.P., by TA Associates, SDF III GP L.P., its General Partner, by TA 12/08/2020 Associates, L.P., its General Partner, by Jeffrey C. Hadden, its, General Counsel, /s/ Jeffrey C. Hadden TA Atlantic & Pacific VII-A L.P., by TA Associates AP, VII GP L.P., its General Partner, by TA Associates, L.P., its General 12/08/2020 Partner, by Jeffrey C. Hadden, its, General Counsel, /s/ Jeffrey C. Hadden TA Investors IV, L.P., by TA Associates, L.P., its General Partner, by Jeffrey C. Hadden, 12/08/2020 its, General Counsel, /s/ Jeffrey . Hadden TA SDF III DO AIV II, L.P., by TA Associates SDF, III GP, L.P., its General Partner, by TA 12/08/2020 Associates, L.P., its General Partner, by Jeffrey C. Hadden, its General, Counsel, /s/ Jeffrey C. <u>Hadden</u> TA XI DO AIV II, L.P., by TA Associates XI GP, L.P, its General Partner, by TA Associates, L.P., its General, 12/08/2020 Partner, by Jeffrey C. Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA Associates AP VII-B DO Subsidiary Partnership, L.P., by TA Associates AP VII GP L.P., its General Partner, by TA 12/08/2020 Associates, L.P., its General Partner, by Jeffrey C., Hadden, its General Counsel, /s/ Jeffrey C. Hadden TA SDF III DO Feeder, L.P., by 12/08/2020 TA Associates SDF III GP L.P., its General Partner, by TA Associates, L.P., its General Partner, by Jeffrey C., Hadden,

its General Counsel, /s/ Jeffrey C.HaddenTA XI DO Feeder, L.P., by TAAssociates XI GP L.P., itsGeneral Partner, by TAAssociates, L.P., its GeneralPartner, Jeffrey C. Hadden, its,General Counsel, /s/ Jeffrey C.Hadden\*\* Signature of Reporting PersonDate

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.