

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>Hays Joseph Christopher</u>			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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Operating Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/04/2021			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O ZOOMINFO TECHNOLOGIES INC., 805 BROADWAY STREET, SUITE 900			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) VANCOUVER WA 98660								
(City) (State) (Zip)								

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			
Class A Common Stock	08/04/2021		M ⁽¹⁾		3,273	A	(1)	3,273	D	
Class A Common Stock	08/04/2021		M ⁽²⁾		11,718	A	(2)	14,991	D	
Class A Common Stock	08/04/2021		S ⁽³⁾		3,273	D	\$58.64	11,718	D	
Class A Common Stock	08/04/2021		F ⁽⁴⁾		4,612	D	\$56.5	7,106	D	

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					
LLC Units of HSKB Funds, LLC	(5)	08/04/2021		M ⁽¹⁾			10,632	(6)	(6)	Class A Common Stock ⁽⁵⁾	\$0	69,098	D	
LLC Units of ZoomInfo Holdings LLC	(7)	08/04/2021		M ⁽¹⁾		10,632		(7)	(7)	Class A Common Stock	\$0	107,341	D	
LLC Units of ZoomInfo Holdings LLC	(7)	08/04/2021		M ⁽¹⁾		3,273		(7)	(7)	Class A Common Stock	\$0	104,068	D	
HSKB Phantom Units	(8)	08/04/2021		M ⁽²⁾		11,718		(9)	(9)	Class A Common Stock ⁽⁸⁾	\$0	10,782	D	
LLC Units of ZoomInfo Intermediate Holdings LLC	(10)	08/04/2021		M ⁽²⁾		11,718		(10)	(10)	Class A Common Stock	\$0	11,718	D	
LLC Units of ZoomInfo Intermediate Holdings LLC	(10)	08/04/2021		M ⁽²⁾		11,718		(10)	(10)	Class A Common Stock	\$0	0	D	

Explanation of Responses:

- On August 4, 2021, upon vesting, limited liability company units of HSKB Funds, LLC ("HSKB Units") settled into limited liability company units ("OpCo Units") of ZoomInfo Holdings LLC ("OpCo") together with an equal number of shares of Class B common stock ("Class B Common Stock") of ZoomInfo Technologies Inc. ("ZoomInfo"). A portion of these OpCo Units and shares of Class B Common Stock were exchanged for shares of ZoomInfo's Class A common stock ("Class A Common Stock") as described herein.
- Reflects phantom units of HSKB Funds II, LLC ("HSKB Phantom Units") that upon vesting settled into limited liability company units ("HoldCo Units") of ZoomInfo Intermediate Holdings LLC ("HoldCo") together with an equal number of shares of Class B common stock of ZoomInfo. These HoldCo Units and shares of Class B Common Stock were automatically exchanged for shares of ZoomInfo's Class A Common Stock on a one-for-one basis, as described herein.
- Reflects shares sold to cover the Reporting Person's tax liability in connection with the vesting of the HSKB Units reported herein.
- Reflects shares withheld to cover the Reporting Person's tax liability in connection with the vesting of the HSKB Phantom Units reported herein.
- Each of these HSKB Units represents the economic value of one OpCo Unit. Upon vesting, each HSKB Unit settles into an OpCo Unit and a share of Class B Common Stock, which together may be exchanged for shares of Class A Common Stock on a one-for-one basis, subject to exchange rate adjustments for stock splits, stock dividends, and reclassifications. Shares of Class B common stock have no economic value and have 10 votes per share.
- Reflects an original amount of 255,124 HSKB Units of which 101,297 vested on December 5, 2020, 42,208 vested on December 14, 2020 and the remaining unvested portion vests in twenty-one equal monthly installments beginning on January 1, 2021, subject to accelerated vesting upon certain change in control events and other vesting conditions.
- Pursuant to the terms of the limited liability company agreement for OpCo, 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 exchange rate adjustments for stock splits, stock dividends, and reclassifications. These exchange rights do not expire. Shares of Class B Common Stock have no economic value and have 10 votes per share.

8. These HSKB Phantom Units, upon vesting, settle in cash or into HoldCo Units which are then automatically exchanged into shares of Class A Common Stock, or a combination thereof at the ZoomInfo's discretion.

9. Reflects an original amount of 22,500 HSKB Phantom Units of which 50% vested on July 1, 2021 and with the remaining HSKB Phantom Units vesting in equal monthly installments over the two year period following July 1, 2021, in each case, subject to a continued service relationship through such vesting dates, subject to potential accelerated vesting upon certain change in control events and other vesting conditions.

10. Pursuant to the terms of the HoldCo's Amended and Restated Limited Liability Company Agreement, HoldCo Units and an equal number of shares of Class B Common Stock, together are automatically exchanged for shares of Class A Common Stock on a one-for-one basis, subject to exchange rate adjustments for stock splits, stock dividends, and reclassifications. These exchange rights do not expire. Shares of Class B Common Stock have no economic value and have 10 votes per share.

Remarks:

[/s/ Anthony Stark, as Attorney-](#)
[in-Fact](#) [08/06/2021](#)

** 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.