FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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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

Derivative Conversion Date Execution Date, Transaction of Expiration Date Amount of Derivative derivative Ownership of Indirec Security or Exercise (Month/Day/Year) if any Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficia																			
Cales of Security (Instit. 3)			Reporting Person*								(Check all applicable)								
Class A Common Stock		,	,	•	l ' '								\dashv	Officer (give title			Other (
Class A Common Stock 0.915/2021 1.91 1.92					_								,						
Class A Common Stock					4. If	Amend	ment, I	Date of	f Origina	al Filed	(Month	/Day/Ye		Line)		·	• (
Table - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Carlot of Security (Instr. 3) 2, Transaction Date (Instruction Date (Instruction) Date (Ins													Form filed by More than One Reporting						
2. Transaction Date	(City)	(Sta																	
Class A Common Stock			Table	I - Non-Deriva	tive	Secu	rities	Acq	uired,	Disp	osed	of, o	r Benefi	cially Own	ed				
Class A Common Stock	Date		Execution Date, if any		Tran Cod	Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4 and			Securities Beneficially Owned Following		Form: Direct (D) or Indirect (I)	ct Indired Benefi Owner	t cial				
Class A Common Stock								Cod	le V	Amo	unt	(A) or (D)	Price	Transaction(
Class A Common Stock	Class A (Common Sto	ock	09/15/2021				J ⁽¹⁾)	1,	187	A	\$0.00(2)	39,081		I		notes ⁽³⁾⁽⁴⁾	
Class A Common Stock	Class A (Common Sto	ock	09/15/2021				J ⁽¹⁾)	62	,339	A	\$0.00(2)	2,072,55	55	I		notes ⁽⁴⁾⁽⁵⁾	
Class A Common Stock	Class A (Common Sto	ock	09/15/2021				J ⁽¹⁾)	57	,883	A	\$0.00(2)	1,859,43	36	I		notes ⁽⁴⁾⁽⁶⁾	
Class A Common Stock	Class A (Common Sto	ock											31,693,0	20	I		notes ⁽⁴⁾⁽⁷⁾	
Class A Common Stock	Class A (Common Sto	ock											818,167	7	I		notes ⁽⁴⁾⁽⁸⁾	
Class A Common Stock	Class A (Common Sto	ock											5,473,35	54	I		notes ⁽⁴⁾⁽⁹⁾	
Class A Common Stock	Class A (Common Sto	ock											1,177,06	55	I		notes ⁽⁴⁾⁽¹⁰⁾	
Class A Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year) Security (Month/Day/Year) A Deemed Execution Date (Month/Day/Year) Securities Acquired (Month/Day/Year) A Deemed Execution Date (Month/Day/Year) A Deemed Execution Date (Month/Day/Year) Securities Acquired (Month/Day/Year) A Deemed Execution Date (Month/Day/Year) A Deeme	Class A (Common Sto	ock											156,333	1	I		notes ⁽⁴⁾⁽¹¹⁾	
Class A Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) L. Title of Date (month/Day/Year) Conversion or Exercise Price of Date (month/Day/Year) Conversion or Exercise Price of Disposed of (D) (lnstr. 3) Amount or Disposed of (D) (lnstr. 3, 4 and 5) Amount or Disposed of (D) (lnstr. 3, 4 and 5) Amount or Number of Derivative Securities S	Class A (Common Sto	ock											8,290,22	22	I		otes ⁽⁴⁾⁽¹²⁾	
Class A Common Stock Class A Common Stock Class A Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Conversion Execution Date (Month/Day/Year) (Instr. 3) A Deemed Execution Date (Month/Day/Year) (Instr. 3) A Deemed Execution Date (Month/Day/Year) (Instr. 4) Amount of Securities Securities (Month/Day/Year) Amount of Derivative Securities Securities (Month/Day/Year) Amount of Securities Securities Securities (Month/Day/Year) Amount or Date (Month/Day/Year) Amount or Date (Instr. 4) Amount or Securities	Class A (Common Sto	ock											7,437,74	19	I		otes ⁽⁴⁾⁽¹³⁾	
Class A Common Stock 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) Derivative Security (Instr. 3) Derivative Security (Instr. 3) Date Derivative Security (Instr. 3) Date Date Expiration Amount of Derivative Security (Instr. 3) Date Expiration Amount of Derivative Security (Instr. 4) Date Expiration Amount of Derivative Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4) Date Expiration Amount of Derivative Securities Derivative Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Amount of Derivative Securities Derivative Securit	Class A Common Stock		\perp			\perp	\perp					108,479	9	I	By T	rust			
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(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Derivative Security Securities Security Security Security Securities Security Securities Security (Instr. 3) 1. Title of Date Securities Securities Securities Securities Securities Securities Securities Securities Security (Instr. 4) 2. Title and Amount of Securities Securities Underlying Derivative Security (Instr. 5) 3. Transaction Date Securities Securities Securities Securities Securities Securities Security (Instr. 4) 4. Transaction Date (Month/Day/Year) 5. Number of Date Securities Underlying Derivative Security (Instr. 3) 6. Date Securities Secu	Class A (Common Sto														D			
Derivative Security (Instr. 3) Date (Month/Day/Year) Execution Date, (Month/Day/Year) Price of Derivative Security Security Amount of Securities Underlying Derivative Security (Instr. 3) Date (Month/Day/Year) Execution Date, (Month/Day/Year) Execution Date, (Month/Day/Year) Amount of Securities Securities Securities Underlying Derivative Security (Instr. 5) Date (Month/Day/Year) Amount of Securities Securities Seneficially Owned Following Reported Transaction(s) (Instr. 4) Amount of Securities Securities Securities Securities Security (Instr. 4) Date Expiration Date (Month/Day/Year) Amount or Number of Number of Securities Secu			Tal												d				
Date Expiration of	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any	Execution Date, f any Code (Instr. 8) Transaction Of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year) Amount of Securities Underlying Derivative Security (Ins 3 and 4)			nount of curities iderlying crivative curity (Insti	Derivative de Security Security Security Security Security Securitr. Securitr. Securitr. Securitr. Securitr Securitr		vative urities eficially ed owing orted saction(s)	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownershi (Instr. 4)				
					Code	e V	(A)	(D)		able			or Numbe of	r					

III GP, LP on a pro rata basis, for no consideration. On the same date, TA Associates XI GP, LP, TA Associates AP VII GP, LP and TA Associates SDF III GP, LP distributed, for no consideration, the shares received in the distribution to one or more of their partners, representing each such partners pro rata interest in such shares. All aforementioned distributions were made in accordance with exemptions afforded by Rules 16a-13 and 16a-19 of the Securities and Exchange Act of 1935, as amended.

- 2. 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.
- 3. Securities are held by TA SDF III DO AIV II, L.P. ("SDF III DO AIV II").
- 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 (collectively, the "TA Associates Funds"). Investment and voting control of the TA Associates Funds is held by TA Associates, L.P. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest in such securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for Section 16 or any other purpose.
- 5. Securities are held by TA XI DO AIV II, L.P. ("XI DO AIV II").
- 6. Securities are held by TA AP VII-B DO Subsidiary Partnership, L.P. ("AP VII-B").
- 7. Securities are held by TA XI DO AIV, L.P. ("XI DO AIV").
- 8. Securities are held by TA SDF III DO AIV, L.P. ("SDF III DO").
- 9. Securities are held by TA Atlantic & Pacific VII-A, L.P. ("Atlantic & Pacific VII-A").
- 10. Securities are held by TA Investors IV, L.P. ("Investors IV").
- 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:

<u>/s/ Todd Crockett</u> <u>09/17/2021</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.

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.