SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	STATEMENT OF CHANGES IN BENEFICIAL OWNE							
_	Instruction 1(b).	Filed	oursuant to Section or Section 30(h)			exchange Act of 1934 Ny Act of 1940	L		

Instruction 1(b). Filed			Filed pursuant to Section 16(a) of the Securities Exchange Act of	d 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>TA Atlantic & Pacific VII-B L.P.</u>			2. Issuer Name and Ticker or Trading Symbol ZoomInfo Technologies Inc. [ZI]	5. Relationship o (Check all applic X Director	able) · X	10% Owner						
(Last) (First) (Middle) 200 CLARENDON STREET 56TH FLOOR		()	3. Date of Earliest Transaction (Month/Day/Year) 09/24/2021	Difficer (below)	(give title	Other (specify below)						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Jo Line)	6. Individual or Joint/Group Filing (Check App Line)							
(Street)				X Form file	ed by One Repo	orting Person						
BOSTON	MA	02116		Form file Person	ed by More thar	n One Reporting						
(Citv)	(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)		Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.		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 Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	09/24/2021		s		37,919	D	\$ 68.0029 ⁽¹⁾	29,997,007	I	See Footnotes ⁽²⁾⁽³⁾	
Class A Common Stock	09/24/2021		s		979	D	\$68.0029 ⁽¹⁾	774,383	I	See Footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	09/24/2021		S		6,549	D	\$68.0029 ⁽¹⁾	5,180,452	Ι	See Footnotes ⁽³⁾⁽⁵⁾	
Class A Common Stock	09/24/2021		S		1,409	D	\$68.0029 ⁽¹⁾	1,114,074	I	See Footnotes ⁽³⁾⁽⁶⁾	
Class A Common Stock	09/24/2021		s		47	D	\$68.0029 ⁽¹⁾	36,989	I	See Footnotes ⁽³⁾⁽⁷⁾	
Class A Common Stock	09/24/2021		S		2,480	D	\$68.0029 ⁽¹⁾	1,961,643	I	See Footnotes ⁽³⁾⁽⁸⁾	
Class A Common Stock	09/24/2021		S		2,225	D	\$68.0029 ⁽¹⁾	1,759,929	I	See Footnotes ⁽³⁾⁽⁹⁾	
Class A Common Stock	09/24/2021		s		187	D	\$68.0029 ⁽¹⁾	147,963	I	See Footnotes ⁽³⁾⁽¹⁰⁾	
Class A Common Stock	09/24/2021		s		9,919	D	\$ 68.0029 ⁽¹⁾	7,846,579	I	See Footnotes ⁽³⁾⁽¹¹⁾	
Class A Common Stock	09/24/2021		s		8,899	D	\$68.0029 ⁽¹⁾	7,039,726	I	See Footnotes ⁽³⁾⁽¹²⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			1												
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)		of E		6. Date Exerc Expiration Da (Month/Day/Y	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Reflects a weighted-average sale price. The shares were sold in multiple transactions at prices ranging from \$68.00 to \$68.04. The Reporting Persons will provide upon request to the Securities and Exchange Commission, the Company or security holder of the Company, full information regarding the number of shares sold at each separate price.

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

3. 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.

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

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

- 6. Securities are held by TA Investors IV, L.P. ("Investors IV").
- 7. Securities are held by TA SDF III DO AIV II, L.P. ("SDF III DO AIV II").
- 8. Securities are held by TA XI DO AIV II, L.P. ("XI DO AIV II").
- 9. Securities are held by TA AP VII-B DO Subsidiary Partnership, L.P. ("AP VII-B").
- 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").

Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, TA Associates, L.P., XI DO, SDF III Feeder, 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 have filed a separate Form 4.

> TA Atlantic & Pacific VII-B, L.P., by TA Associates AP VII GP L.P., its General Partner, by TA Associates, L.P., its 09/28/2021 General Partner, by Jeffrey C. Hadden, its General Counsel, <u>/s/ Jeffrey Hadden</u> Date

** Signature of Reporting Person

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.