SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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).

☑ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
McGrane Ashley
(Last) (First) (Middle)
C/O ZOOMINFO TECHNOLOGIES INC.,
330 W COLUMBIA WAY, FLOOR 8
(Street)
VANCOUVER WA 98660
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ZoomInfo Technologies Inc. [GTM]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director ☐ 10% Owner
☑ Officer (give title below) ☐ Other (specify below)
General Counsel and Corp Sec

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

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			
Common Stock	07/01/2026		M[(1)]		781	A	[(1)]	80,928	D	
Common Stock	07/01/2026		M[(1)]		612	A	[(1)]	81,540	D	
Common Stock	07/01/2026		M[(1)]		551	A	[(1)]	82,091	D	
Common Stock	07/01/2026		M[(1)]		4,467	A	[(1)]	86,558	D	
Common Stock	07/01/2026		M[(1)]		8,375	A	[(1)]	94,933	D	
Common Stock	07/01/2026		M[(1)]		49,218	A	[(1)]	144,151	D	
Common Stock	07/01/2026		F[(2)]		21,349	D	$2.93	122,802	D	
Common Stock	07/02/2026		S[(3)]		2,461	D	$2.979[(4)]	120,341	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	Title	Amount or Number of Shares				
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			781	[(5)]	[(5)]	Common Stock	781	$0	2,344	D	
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			612	[(6)]	[(6)]	Common Stock	612	$0	3,058	D	
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			551	[(7)]	[(7)]	Common Stock	551	$0	3,861	D	
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			4,467	[(8)]	[(8)]	Common Stock	4,467	$0	31,273	D	
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			8,375	[(9)]	[(9)]	Common Stock	8,375	$0	58,625	D	
Restricted Stock Units	[(1)]	07/01/2026		M[(1)]			49,218	[(10)]	[(10)]	Common Stock	49,218	$0	344,532	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Common Stock.
2. Reflects shares withheld to cover the Reporting Person's tax liability in connection with the vesting of the restricted stock units reported herein.
3. The transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from $2.93 to $3.02, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

5. The Reporting Person received an original grant of restricted stock units on March 23, 2023, which vest in equal quarterly installments during the 27 months following January 1, 2025.

6. The Reporting Person received an original grant of restricted stock units on October 25, 2023, which vest in equal quarterly installments during the 33 months following January 1, 2025.

7. The Reporting Person received an original grant of restricted stock units on March 26, 2024, which vest as follows: (a) 25% on April 1, 2025; and (b) the remainder of the award in equal quarterly installments during the 36 months following April 1, 2025.

8. The Reporting Person received an original grant of restricted stock units on July 24, 2024, which vest as follows: (a) 25% on April 1, 2025; and (b) the remainder of the award in equal quarterly installments during the 36 months following April 1, 2025.

9. The Reporting Person received an original grant of restricted stock units on May 30, 2025, which vests as follows: (a) 33% on April 1, 2026; and (b) the remainder of the award in equal quarterly installments during the 24 months following April 1, 2026.

10. The Reporting Person received an original grant of restricted stock units on May 29, 2026, which vests in equal quarterly installments during the 24 months following April 1, 2026.

Remarks:

/s/ Meredith Weisshaar, as Attorney-in-Fact	07/06/2026
** 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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