SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	ROVAL				
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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

			of Section So(n) of the Investment Company Act of 1540	
1. Name and Address of Reporting Person* Carlyle Group Inc.			2. Issuer Name and Ticker or Trading Symbol ZoomInfo Technologies Inc. [ZI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify
1	(First) LYLE GROUP, 1	(Middle) 001 UITE 220 SOUTH	3. Date of Earliest Transaction (Month/Day/Year) 10/26/2021	below) below)
(Street) WASHINGTO		20004-2505 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X 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	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	10/26/2021		S ⁽¹⁾		102,916	D	\$ 69.1025 ⁽²⁾	57,147,032	Ι	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/26/2021		S ⁽¹⁾		116,333	D	\$ 69.9637 ⁽⁵⁾	57,030,699	I	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/26/2021		S ⁽¹⁾		17,316	D	\$70.5448 ⁽⁶⁾	57,013,383	I	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/27/2021		S ⁽¹⁾		99,088	D	\$66.2209 ⁽⁷⁾	56,914,295	Ι	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/27/2021		S ⁽¹⁾		81,806	D	\$67.5273 ⁽⁸⁾	56,832,489	I	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/27/2021		S ⁽¹⁾		17,807	D	\$68.2218 ⁽⁹⁾	56,814,682	I	See footnotes ⁽³⁾⁽⁴⁾	
Class A Common Stock	10/27/2021		S ⁽¹⁾		13,359	D	\$69.1106(10)	56,801,323	Ι	See footnotes ⁽³⁾⁽⁴⁾	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

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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)				6. Date Exerc Expiration Da (Month/Day/)	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				
1. Name and Address of Reporting Person [*]															

<u>Carlyle Group</u>	<u>Inc.</u>							
(Last) (First) (Middle)								
C/O THE CARLY	LE GROUP, 1001							
PENNSYLVANIA	A AVE. NW, SUITE	220 SOUTH						
(Street) WASHINGTON	DC	20004-2505						
(City)	(State)	(Zip)						
1. Name and Address <u>Carlyle Holdin</u>	1 0							

(Last)	(First)	(Middle)
C/O THE CARLY	LE GROUP, 1001	
PENNSYLVANIA	AVE., N.W., SUITE	220 SOUTH
(Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person [*]	
Carlyle Holdin	<u>gs I GP Sub L.L.</u>	<u>C.</u>
(Last)	(First)	(Middle)
C/O THE CARLY	LE GROUP, 1001	
PENNSYLVANIA	AVE., N.W., SUITE	220 SOUTH
(Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person [*]	
<u>Carlyle Holdin</u>	<u>gs I L.P.</u>	
(Last)	(First)	(Middle)
C/O THE CARLY	LE GROUP, 1001	
PENNSYLVANIA	AVE., N.W., SUITE	220 SOUTH
(Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.43 to \$69.425. The reporting person undertakes to provide 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 in this footnote.

3. Following the transactions reported herein, includes (i) 28,479,455 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 28,321,868 shares of Class A Common Stock held of record by Carlyle Partners VI Evergreen Holdings, L.P. ("CP VI Evergreen").

4. The Carlyle Group Inc., which is a publicly traded entity listed on the Nasdaq, is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Sub L.L.C., which is the general partner of Carlyle Holdings I L.P., which, with respect to the securities held of record by Carlyle Evergreen and CP VI Evergreen, is the managing member of CG Subsidiary Holdings L.L.C., which is the general partner of TC Group, L.L.C., which is the general partner of TC Group VI S1, L.P., which is the general partner of CG Subsidiary Holdings I GP VI Evergreen and CP VI Evergreen, is the managing member of CG Subsidiary Holdings I CG Group Sub L.P., which is the general partner of TC Group VI S1, L.P., which is the general partner of CG VI Evergreen.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$69.43 to \$70.42. The reporting person undertakes to provide 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 in this footnote.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$70.43 to \$70.86. The reporting person undertakes to provide 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 in this footnote.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.97 to \$66.955. The reporting person undertakes to provide 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 in this footnote.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.97 to \$67.96. The reporting person undertakes to provide 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 in this footnote.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.97 to \$68.935. The reporting person undertakes to provide 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 in this footnote.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.975 to \$69.67. The reporting person undertakes to provide 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 in this footnote.

Remarks:

Due to the limitations of the electronic filing system, each of CG Subsidiary Holdings L.L.C., TC Group, L.L.C., TC Group Sub L.P., TC Group VI S1, L.L.C., TC Group VI S1, L.P., Carlyle Partners VI Evergreen Holdings, L.P., and CP VI Evergreen Holdings, L.P. are filing a separate Form 4.

The Carlyle Group Inc., By:/s/ Anne Frederick, Attorney-in-fact for Curtis L. Buser,Managing Director and ChiefFinancial Officer
Carlyle Holdings I GP Inc., By: /s/ Anne Frederick, Attorney-in-fact for Curtis L. 10/28/2021 Buser, Managing Director and Chief Financial Officer
Carlyle Holdings I GP Sub10/28/2021L.L.C., By: Carlyle Holdings IGP Inc., its sole member, By:/s/ Anne Frederick, Attorney-in-fact for Curtis L. Buser,

Managing Director and Chief
Financial OfficerImage: Second Secon

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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