SEC Form 4

(City)

(State)

(Zip)

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL				
MB Number:	3235-0287			

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

	biligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934					
	T lice	or Section 30(h) of the Investment Company Act of 1940				
1. Name and Address of Reporting Person [*] Carlyle Group Inc.		2. Issuer Name and Ticker or Trading Symbol <u>ZoomInfo Technologies Inc.</u> [ZI]	5. Relationship of F (Check all applicab Director Officer (qi	le) X	on(s) to Issuer 10% Owner Other (specify	
(Last) (First) C/O THE CARLYLE G PENNSYLVANIA AVE	(Middle) ROUP, 1001 NW, SUITE 220 SOUTH	3. Date of Earliest Transaction (Month/Day/Year) 11/09/2021	below)		below)	
(Street) WASHINGTON DC 20004-2505		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			
(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)	Transaction Code (Instr.		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	11/09/2021		S ⁽¹⁾		85,779	D	\$73.1543 ⁽²⁾	52,589,194	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/09/2021		S ⁽¹⁾		119,913	D	\$73.8113 ⁽⁵⁾	52,469,281	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/10/2021		S ⁽¹⁾		130,892	D	\$70.59 27 ⁽⁶⁾	52,338,389	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/10/2021		S ⁽¹⁾		48,388	D	\$71.7271 ⁽⁷⁾	52,290,001	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/10/2021		S ⁽¹⁾		56,138	D	\$72.8358 ⁽⁸⁾	52,233,863	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/10/2021		S ⁽¹⁾		72,724	D	\$73.5499 ⁽⁹⁾	52,161,139	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/11/2021		S ⁽¹⁾		58,340	D	\$71.5348(10)	52,102,799	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/11/2021		S ⁽¹⁾		121,446	D	\$72.4346(11)	51,981,353	I	See footnotes ⁽³⁾⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities 9. Number of derivative 1. Title of Derivative 3A. Deemed Execution Date, 8. Price of Derivative 11. Nature of Indirect 3. Transaction 5. Number 10. Date (Month/Day/Year) 4. Transaction Code (Instr. 8) Conversion Ownership or Exercise Price of Derivative Security if any (Month/Day/Year) Derivative Security Security (Instr. 5) Securities Form: Beneficial Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Direct (D) or Indirect (I) (Instr. 4) Ownership (Instr. 4) (Instr. 3) Underlying Beneficially Derivative Security (Instr. 3 and 4) Owned Following Reported Transaction(s) (Instr. 4) Amount or Number of Shares Date Exercisable Expiration Date v Code (A) (D) Title 1. Name and Address of Reporting Person* Carlyle Group Inc. (Last) (First) (Middle) C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE. NW, SUITE 220 SOUTH (Street) WASHINGTON DC 20004-2505

1. Name and Address of Reporting Person [*] Carlyle Holdings I GP Inc.						
(Last)	(First)	(Middle)				
C/O THE CARLY	LE GROUP, 1001					
PENNSYLVANIA	PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH					
(Street)						
WASHINGTON	DC	20004-2505				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] Carlyle Holdings I GP Sub L.L.C.						
(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 Holdings I L.P.						
(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 \$72.49 to \$73.485. 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) 26,062,785 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 25,918,568 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 I L.L.C., which is the general partner of TC Group, L.L.C., which is the general partner of TC Group Sub L.P., which is the general partner of TC Group Sub L.P., which is the managing member of TC Group VI S1, L.L.C., which is the general partner of Carlyle Evergreen.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$73.49 to \$74.18. 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 \$70.20 to \$71.175. 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 \$71.23 to \$72.225. 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 \$72.23 to \$73.225. 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 \$73.23 to \$73.96. 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.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$71.07 to \$72.06. 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.

11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$72.07 to \$72.97. 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 OfficerCarlyle Holdings I GP Inc.,By: /s/ Anne Frederick,Attorney-in-fact for Curtis L.Buser, Managing Director andChief Financial Officer

Carlyle Holdings I GP Sub L.L.C., By: Carlyle Holdings I GP Inc., its sole member, By: /s/ Anne Frederick, Attorneyin-fact for Curtis L. Buser, Managing Director and Chief Financial Officer Carlyle Holdings I L.P., By:

<u>/s/ Anne Frederick, Attorney-</u> <u>in-fact for Curtis L. Buser,</u> <u>Managing Director</u>

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.