SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB	APPROVAL
-	-

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number: 3	3235-0287
	Estimated average burde	en
	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).		pursuant to Section	n 16(a) of the	BENEFICIAL OWN Securities Exchange Act of 1934 tent Company Act of 1940		OMB Number: Estimated averag hours per respons			
1. Name and Address of Reporting Person* Carlyle Group Inc. (Last) (First) (N C/O THE CARLYLE GROUP, 1001	/iddle)	2. Issuer Name a ZoomInfo T	nd Ticker or ⊺ Technolog	1 3	5. Relationship of R (Check all applicabl Director Officer (giv below)	e) X 1 ve title C	s) to Issuer 0% Owner 0ther (specify elow)		
PENNSYLVANIA AVE. NW, SUITI (Street) WASHINGTON DC 2		4. If Amendment, Date of Original Filed (Month/Day/Year)				t/Group Filing (Cl by One Reportin by More than On	g Person		
Table	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/Dav/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	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		

	(Month/Day/fear)	(Month/Day/Year)	ar) Code V Amount (A) or Price		Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)			
					Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	11/18/2021		S ⁽¹⁾		61,396	D	\$76.1527 ⁽²⁾	50,100,575	Ι	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/18/2021		S ⁽¹⁾		211,545	D	\$77.1264 ⁽⁵⁾	49,889,030	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/19/2021		S ⁽¹⁾		319,407	D	\$77.2473 ⁽⁶⁾	49,569,623	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/19/2021		S ⁽¹⁾		148,235	D	\$78.0354 ⁽⁷⁾	49,421,388	I	See footnotes ⁽³⁾⁽⁴⁾
Class A Common Stock	11/19/2021		S ⁽¹⁾		17,916	D	\$78.9195 ⁽⁸⁾	49,403,472	I	See footnotes ⁽³⁾⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Own	ed
(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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispe of (D	or oosed D) tr. 3, 4		xpiration Date Amount of Nonth/Day/Year) Securities		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^*

Carlyle Group Inc.

(Last) C/O THE CARLY	(First) LE GROUP, 1001	(Middle)						
PENNSYLVANIA AVE. NW, SUITE 220 SOUTH								
(Street)								
WASHINGTON	DC	20004-2505						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person [*] Carlyle Holdings I GP Inc.								
(Last)	(First)	(Middle)						
C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE., N.W., SUITE 220 SOUTH								

(Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
1. Name and Address Carlyle Holdin	of Reporting Person [*] g <u>s 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 Carlyle Holdin		
(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 \$75.59 to \$76.58. 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) 24,770,268 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 24,633,204 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 managing member 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 VI S1, L.P., which is the general partner of TC Group VI S1, L.P., which is the general partner of Carlyle Evergreen and CP 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 \$76.59 to \$77.45. 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 \$76.63 to \$77.625. 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 \$77.63 to \$78.625. 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 \$78.63 to \$79.20. 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 Chief Financial Officer	<u>11/22/2021</u>
Carlyle Holdings I GP Inc., By: /s/ Anne Frederick, Attorney-in-fact for Curtis L. Buser, Managing Director and Chief Financial Officer	<u>11/22/2021</u>
Carlyle Holdings I GP Sub L.L.C., By: Carlyle Holdings I GP Inc., its sole member, By: /s/ Anne Frederick, Attorney- in-fact for Curtis L. Buser, Managing Director and Chief Financial Officer	<u>11/22/2021</u>
Carlyle Holdings I L.P., By: /s/ Anne Frederick, Attorney- in-fact for Curtis L. Buser, Managing Director	<u>11/22/2021</u>
the Oliverations of Development Development	Data

** 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.