

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

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| OMB APPROVAL |
| OMB Number: 3235-0101 |
| Expires: May 31, 2017 |
| Estimated average burden hours per response 1.00 |
| SEC USE ONLY DOCUMENT SEQUENCE NO. |
| CUSIP NUMBER |

| | | | | |
|---|--|---------------------------------------|---|--|
| 1 (a) NAME OF ISSUER (Please type or print) ZoomInfo Technologies Inc. | | (b) IRS IDENT. NO. 84-3721253 | (c) S.E.C. FILE NO. 001-39310 | WORK LOCATION |
| 1 (d) ADDRESS OF ISSUER 805 Broadway Street, Suite 900, Vancouver, Washington 98660 | | STREET CITY STATE ZIP CODE | | (e) TELEPHONE NO. AREA CODE NUMBER 800 914-1220 |
| 2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD FiveW DiscoverOrg LLC ⁽¹⁾ | | RELATIONSHIP TO ISSUER Stockholder | (c) ADDRESS STREET 7900 Glades Road, Suite 540, Boca Raton, Florida 33434 CITY STATE ZIP CODE | |

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3 (a) Title of the Class of Securities To Be Sold | (b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | SEC USE ONLY | (c) Number of Shares or Other Units To Be Sold (See instr. 3(c)) | (d) Aggregate Market Value (See instr. 3(d)) | (e) Number of Shares or Other Units Outstanding (See instr. 3(e)) | (f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.) | (g) Name of Each Securities Exchange (See instr. 3(g)) |
|---|---|------------------------------|--|--|---|--|--|
| | | Broker-Dealer File Number | | | | | |
| Class A Common Stock | Goldman Sachs & Co. LLC 200 West Street New York, NY 10282 | | 21,434 | \$1,179,247.91 | 123,988,075 (as of 7/23/2021) | 08/02/2021 | NASDAQ |

INSTRUCTIONS:

- Name of issuer
 - Issuer's I.R.S. Identification Number
 - Issuer's S.E.C. file number, if any
 - Issuer's address, including zip code
 - Issuer's telephone number, including area code
- Name of person for whose account the securities are to be sold
 - Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - Such person's address, including zip code
- Title of the class of securities to be sold
 - Name and address of each broker through whom the securities are intended to be sold
 - Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 - Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 - Approximate date on which the securities are to be sold
 - Name of each securities exchange, if any, on which the securities are intended to be sold

**Potential persons who are to respond to the collection of information contained in this form are not
required to respond unless the form displays a currently valid OMB control number.**

SEC 1147 (08-07)

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|----------------------|-------------------|--|-----------------------------------|---|-----------------|-------------------|
| Class A Common Stock | 8/2/2021 | Acquired by FiveW DiscoverOrg LLC upon conversion of ZoomInfo Holdings LLC (“OpCo Units”) on a one-for-one basis and for no additional consideration. | Acquired directly from issuer | 5,290 shares of Class A Common Stock acquired upon conversion of 5,290 OpCo Units | December 2014 | Cash Payment |
| Class A Common Stock | 8/2/2021 | Acquired by 22C Capital I-A, L.P. upon conversion of ZoomInfo Intermediate Holdings LLC (“HoldCo Units”) on a one-for-one basis and for no additional consideration. | Acquired directly from issuer | 420 shares of Class A Common Stock acquired upon conversion of 420 HoldCo Units | May 2018 | Cash Payment |
| Class A Common Stock | 8/2/2021 | Acquired by Magellan Holdings LLC upon conversion of limited liability company units of OpCo Units on a one-for-one basis and for no additional consideration. | Acquired directly from issuer | 12,791 shares of Class A Common Stock acquired upon conversion of 12,791 OpCo Units | May 2018 | Cash Payment |
| Class A Common Stock | 8/2/2021 | Acquired by 22C DiscoverOrg MM, LLC upon conversion of OpCo Units on a one-for-one basis and for no additional consideration. | Acquired directly from issuer | 2,933 shares of Class A Common Stock acquired upon conversion of 2,933 OpCo Units | May 2018 | Cash payment |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold (2) | Gross Proceeds (2) |
|--|--------------------------|--------------|-------------------------------|--------------------|
| FiveW DiscoverOrg, LLC 7900 Glades Road Suite 540 Boca Raton, FL 33434 | Class A Common Stock | 06/14/2021 | 802,143 | \$36,096,435 |
| | Class A Common Stock | 07/28/2021 | 3,001 | \$165,061.60 |
| 22C Capital I-A, L.P. 445 Park Avenue 13th Floor New York, NY 10022 | Class A Common Stock | 06/14/2021 | 63,617 | \$2,862,765 |
| | Class A Common Stock | 07/28/2021 | 238 | \$13,090.52 |
| 22C Magellan Holdings LLC 445 Park Avenue 13th Floor New York, NY 10022 | Class A Common Stock | 06/14/2021 | 1,939,565 | \$87,280,425 |
| | Class A Common Stock | 07/28/2021 | 7,255 | \$399,040.96 |
| 22C DiscoverOrg MM, LLC 445 Park Avenue 13th Floor New York, NY 10022 | Class A Common Stock | 06/14/2021 | 444,675 | \$20,010,375 |
| | Class A Common Stock | 07/28/2021 | 1,663 | \$91,468.66 |

REMARKS:

- (1) This Form 144 relates to shares being sold by 22C Capital I-A, L.P., 22C Magellan Holdings LLC, 22C DiscoverOrg MM, LLC and FiveW DiscoverOrg LLC (the “Reporting Persons”). Each of the Reporting Persons may be deemed the same “person” as David Randall Winn pursuant to Rule 144(a)(2)(iii) and accordingly are filing this Form 144 jointly. The address of FiveW Discover Org LLC is 7900 Glades Road, Suite 540, Boca Raton, Florida 33434; the address of the other Reporting Persons is 445 Park Avenue, 13th Floor, New York, New York 10022.
- (2) In the Form 144 filed by the Reporting Persons on July 28, 2021, the Amount of Securities Sold and Gross Proceeds reported in Table II reflected the aggregate amounts from sales by the Reporting Persons on June 14, 2021 and July 28, 2021. In this Form 144, Table II reports the sales from each date on a separate row.

INSTRUCTIONS:

See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: *The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.*

8/02/2021

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10B5-1

See attached

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

SEC 1147 (02-08)


SIGNATURES

FiveW DiscoverOrg LLC

By: FiveW Capital LLC, its managing member

By: 
Name: David Randall Winn
Title: Managing Member of FiveW Capital LLC

22C Magellan Holdings LLC

By: 
Name: David Randall Winn
Title: Authorized Signatory

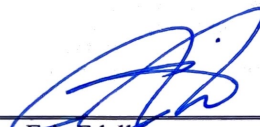
By: 
Name: Eric Edell
Title: Authorized Signatory

22C Capital I-A, L.P.

By: 22C Capital GP I, L.L.C., its general partner


By: 22C Capital GP I MM LLC, its managing member


By: 
Name: David Randall Winn
Title: Member of 22C Capital GP I MM LLC

By: 
Name: Eric Edell
Title: Member of 22C Capital GP I MM LLC

22C DiscoverOrg MM, LLC

By: 22C DiscoverOrg Advisors, LLC, its managing member

By: 
Name: David Randall Winn
Title: Managing Member of 22C DiscoverOrg Advisors, LLC

By: 
Name: Eric Edell
Title: Managing Member of 22C DiscoverOrg Advisors, LLC