FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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).

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

| | | | | . , | | | - | | | | | | | |
|---|------------|--------------------|--|---|---|--------|----------------------------------|--------|---|--|---|---|--|--|
| 1. Name and Address of Reporting Person * BAWA FAHEEM | | | | Name and Ticker of Inc. | or Trading | g Sym | bol | | tionship of Reporting F all applicable) | Person(s) to Issuer | | | | |
| (Last) 61 NINTH AVE | (First) | 3. Date of 09/20/2 | of Earliest Transacti 022 | on (Mont | h/Day/ | Year) | X | | | r (specify v) | | | | |
| (Street) NEW YORK (City) | NY (State) | 10011 (Zip) | 4. If Ame | ndment, Date of Or | iginal File | ed (Mo | onth/Day/Year) | | Individual or Joint/Group Filing (Check Applicable Li X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | | Table I - No | on-Derivative S | Securities Acq | uired, | Disp | osed of, or | Benefi | cially Ow | ned | | | | |
| 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 A Disposed Of (| | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | |
| Common Stock | | | 09/20/2022 | | M | | 375 | A | (1) | 24,124 | D | | | |
| Common Stock | | | 09/20/2022 | | М | | 243 | A | (1) | 24,367 | D | | | |
| Common Stock | | | 09/20/2022 | | М | | 1,425 | A | (1) | 25,792 | D | | | |
| Common Stock | | | 09/20/2022 | | М | | 1,875 | A | (1) | 27,667 | D | | | |
| Common Stock | | | 09/20/2022 | | М | | 4,688 | A | (1) | 32,355 | D | | | |
| Common Stock | | | 09/20/2022 | | F(2) | | 3 105 | D | \$4.8 | 29 250 | 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. Transac Code (Ir 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 | 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 | | Transaction(s) (Instr. 4) | | |
| Restricted Stock Unit | (1) | 09/20/2022 | | М | | | 375 | (3) | (3) | Common Stock | 375 | \$0 | 1,125 | D | |
| Restricted Stock Unit | (1) | 09/20/2022 | | М | | | 243 | (4) | (4) | Common Stock | 243 | \$0 | 1,707 | D | |
| Restricted Stock Unit | (1) | 09/20/2022 | | М | | | 1,425 | (5) | (5) | Common Stock | 1,425 | \$0 | 8,550 | D | |
| Restricted Stock Unit | (1) | 09/20/2022 | | М | | | 1,875 | (6) | (6) | Common Stock | 1,875 | \$0 | 24,375 | D | |
| Restricted Stock Unit | (1) | 09/20/2022 | | М | | | 4,688 | (7) | (7) | Common Stock | 4,688 | \$0 | 65,625 | D | |

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of Yext, Inc.'s common stock.
- $2. \ Shares \ withheld \ to \ satisfy \ tax \ liability \ upon \ vesting \ of \ restricted \ stock \ units \ on \ September \ 20, \ 2022.$
- 3. One-fourth of these restricted stock units vested on September 20, 2022 and will vest quarterly thereafter on each December 20, March 20 and June 20, subject to the Reporting Person's continued service on each such date, until such units are fully vested on June 20, 2023.
- 4. One-eighth of these restricted stock units vested on September 20, 2022 and will vest quarterly thereafter on each December 20, March 20, June 20 and September 20, subject to the Reporting Person's continued service on each such date, until such units are fully vested on June 20, 2024.
- 5. 1,425 of these restricted stock units vested or will vest on each of September 20, 2022, December 20, 2022 and March 20, 2023, 950 of these restricted stock units will vest on each of June 20, 2023, September 20, 2023, December 20, 2023 and March 20, 2024, and 475 of these restricted stock units will vest on each of June 20, 2024, September 20, 2024, December 20, 2024 and March 20, 2025, subject to the Reporting Person's continued service on each such date.
- 6. 1,875 of these restricted stock units vested on September 20, 2022 and then quarterly thereafter on each December 20, March 20 and June 20, and September 20, subject to the Reporting Person's continued service on each such date, until such units are fully vested on December 20, 2025.
- 7. One-fifteenth of these restricted stock units vested on September 20, 2022 and then quarterly thereafter on each December 20, March 20, June 20 and September 20, subject to the Reporting Person's continued service on each such date, until such units are fully vested on March 20, 2026.

/s/ Ho Shin, Attorney-in-Fact

09/21/2022

** 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.