

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Address of Reporting Person * <u>Dixon Tom Christopher</u> (Last) (First) (Middle) <u>ONE MADISON AVE, FIFTH FLOOR</u> (Street) <u>NEW YORK NY 10010</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Yext, Inc. [YEXT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Chief Technology Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/20/2018</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	03/20/2018		M ⁽¹⁾		12,500	A	\$1.83	42,500	D	
Common Stock	03/20/2018		S ⁽¹⁾		12,500	D	\$11.9309 ⁽²⁾	30,000	D	
Common Stock	03/20/2018		M		15,625	A	⁽³⁾	45,625	D	
Common Stock	03/21/2018		S ⁽⁴⁾		7,861	D	\$11.78 ⁽⁵⁾	37,764	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. Transaction Code (Instr. 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 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
Employee Stock Option (Right to Buy)	\$1.83	03/20/2018		M ⁽¹⁾			12,500	⁽⁶⁾	03/02/2020	Common Stock	12,500	\$0	387,485	D	
Restricted Stock Unit	⁽³⁾	03/20/2018		M			15,625	⁽⁷⁾	⁽⁷⁾	Common Stock	15,625	\$0	234,375	D	

Explanation of Responses:

- This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the Reporting Person.
- Reflects a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$11.8900 to \$12.0000, inclusive. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of common shares sold at each separate price.
- Each restricted stock unit represents a contingent right to receive one share of Yext, Inc.'s common stock.
- This transaction was effected pursuant to a non-discretionary, sell-to-cover arrangement mandated by the Issuer to fund tax withholding obligations in connection with the vesting of restricted stock units. This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the Reporting Person, separate from the plan referenced in footnote 1.
- Reflects a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$11.7100 to \$11.9100, inclusive. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of common shares sold at each separate price.
- Shares are immediately exercisable.
- 15,625 shares subject to award vest quarterly on each June 20, September 20, December 20 and March 20, in each case subject to the executive's continued service on each such date, until the award is fully vested on December 20, 2021

Remarks:

/s/ Ho Shin, Attorney-in-Fact 03/22/2018

** 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.