SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104
Estimated average burden
hours per response: 0.5

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 Addr Ferrentino N		Person [*]	2. Date of Event Re Statement (Month/E 09/03/2020		3. Issuer Name and Ticker or Trading Symbol <u>Yext, Inc.</u> [YEXT]					
(Last) (First) (Middle)			-		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)		
61 NINTH AVENUE			_		Director X Officer (give title below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street) NEW YORK NY 10011					Chief Strategy C					
(City)	(State)	(Zip)								
			Table I - Noi	n-Deriva	tive Securities Beneficially	Owned				
1. Title of Security (Instr. 4)					Amount of Securities Beneficially Owned (Instr. 4)		wnership 4. Nature o m: Direct (D) or 5) rect (I) (Instr. 5)		re of Indirect Beneficial Ownership (Instr.	
Common Stock					48,852	D				
					ve Securities Beneficially O ants, options, convertible s					
1. Title of Derivative Security (Instr. 4)			2. Date Exerc Expiration Da (Month/Day/Y	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form: Direct (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
				Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)		
Employee Stoc	k Option (Rigl	ht to Buy)	(1)	04/28/2026	Common Stock	250,000	6.11	D		
Employee Stock Option (Right to Buy)			(1)	12/03/2025	Common Stock	250,000	6.05	D		
Employee Stock Option (Right to Buy)			(2)	12/21/2027	Common Stock	60,000	12.47	D		
Restricted Stock Unit			(3)	(3)	Common Stock	112,500	(4)	D		
Restricted Stock Unit			(5)	(5)	Common Stock	17,500	(4)	D		
Restricted Stock Unit			(6)	(6)	Common Stock	5,000	(4)	D		

Explanation of Responses:

1. Options are immediately exercisable.

2. One-twelfth of the shares subject to the option vested on March 20, 2018 and then quarterly thereafter on each of June 20, September 20, December 20 and March 20 thereafter, in each case subject to the executive's continued service on each such date, until such options are fully vested on December 20, 2020.

3. One-twelfth of these restricted stock units will vest on September 20, 2020 and then quarterly thereafter on each of December 20, March 20, June 20 and September 20 thereafter, in each case subject to the executive's continued service on each such date, until such units are fully vested on June 20, 2023.

4. Each restricted stock unit represents a contingent right to receive one share of Yext, Inc.'s common stock.

5. One-half of these restricted stock units will vest on each of September 20, 2020 and December 20, 2020, in each case subject to the executive's continued service on each such date.

6. One-half of these restricted stock units will vest on each of September 20, 2020 and December 20, 2020, in each case subject to the executive's continued service on each such date.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

<u>/s/ Ho Shin, Attorney-in-Fact</u> ** Signature of Reporting Person 09/04/2020

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 5 (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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Yext, Inc. (the "**Company**"), hereby constitutes and appoints Howard Lerman, Steve Cakebread and Ho Shin, the undersigned's true and lawful attorneys-in-fact, to:

- 1. Complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
- 2. Do all acts necessary in order to file such forms with the SEC, any securities exchange or national association, the Company and such other person or agency as the attorneys-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

(signature page follows)

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of September 3, 2020.

Very truly yours,

IF AN INDIVIDUAL:

By: /s/ Marc Ferrentino (duly authorized signature)

Name: Marc Ferrentino (please print full name) (please print complete name of entity)

By:

IF AN ENTITY:

(duly authorized signature)

Name:

(please print full name)

Title:

(please print full title)