

| OMB APPROVAL                                 |           |
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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 *<br><u>Insight Venture Partners VIII, L.P.</u><br><br>(Last) (First) (Middle)<br>C/O INSIGHT VENTURE PARTNERS<br>1114 AVENUE OF THE AMERICAS, 36TH FLOOR<br><br>(Street)<br>NEW YORK NY 10036<br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>04/12/2017 | 3. Issuer Name and Ticker or Trading Symbol<br><u>Yext, Inc. [ YEXT ]</u>   |  |
|  |   | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 2,089,862   | D  |   |
| Common Stock                    | 540,590   | D  |   |
| Common Stock                    | 662,843   | D  |   |
| Common Stock                    | 74,586  | D  |   |
| Common Stock                    | 3,367,881   | I  | See footnote <sup>(1)</sup>                           |
| Common Stock                    | 3,367,881   | I  | See footnote <sup>(1)</sup>                           |
| Common Stock                    | 3,367,881   | I  | See footnote <sup>(1)</sup>                           |

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
|  | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 2,694,792                  | (2)  | D  |   |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 697,066                    | (2)  | D  |   |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 854,708                    | (2)  | D  |   |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 96,174                     | (2)  | D  |   |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 4,342,740                  | (2)  | I  | See footnote <sup>(3)</sup>                           |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 4,342,740                  | (2)  | I  | See footnote <sup>(3)</sup>                           |
| Series F Preferred Stock                   | (2)  | (2)             | Common Stock  | 4,342,740                  | (2)  | I  | See footnote <sup>(3)</sup>                           |

|  |  |  |
|--|--|--|
| 1. Name and Address of Reporting Person *<br><u>Insight Venture Partners VIII, L.P.</u><br><br>(Last) (First) (Middle)<br>C/O INSIGHT VENTURE PARTNERS<br>1114 AVENUE OF THE AMERICAS, 36TH FLOOR<br><br>(Street)<br>NEW YORK NY 10036<br><br>(City) (State) (Zip) |  |  |
|--|--|--|

1. Name and Address of Reporting Person \*

[Insight Venture Partners \(Cayman\) VIII, L.P.](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS  
1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Insight Venture Partners VIII \(Co-Investors\), L.P.](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS  
1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Insight Venture Partners\(Delaware\) VIII, L.P.](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS  
1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Insight Venture Associates VIII, L.P.](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS  
1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Insight Venture Associates VIII, Ltd.](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS  
1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK NY 10036

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Insight Holdings Group, LLC](#)

(Last) (First) (Middle)

C/O INSIGHT VENTURE PARTNERS

1114 AVENUE OF THE AMERICAS, 36TH FLOOR

(Street)

NEW YORK

NY

10036

(City)

(State)

(Zip)

**Explanation of Responses:**

1. See Exhibit 99.1
2. See Exhibit 99.1
3. See Exhibit 99.1

**Remarks:**

Exhibit List: Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filers' Names and Addresses Exhibit 99.3 - Joint Filers' Signatures

[INSIGHT VENTURE  
PARTNERS VIII, L.P., By:  
Insight Venture Associates VIII,  
L.P., its general partner, By:  
Insight Venture Associates VIII,  
Ltd., its general partner, By: /s/  
Blair Flicker, Authorized  
Signatory](#)

[04/12/2017](#)

\*\* 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 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.

## Explanation of Responses

- (1) 2,089,862 shares of common stock are held of record by Insight Venture Partners VIII, L.P. ("IVP VIII"). 540,590 shares of common stock are held of record by Insight Venture Partners (Cayman) VIII, L.P. ("IVP Cayman VIII"). 662,843 shares of common stock are held of record by Insight Venture Partners (Delaware) VIII, L.P. ("IVP Delaware VIII"). 74,586 shares of common stock are held of record by Insight Venture Partners VIII (Co-Investors), L.P. ("IVP VIII Co-Investors"). IVP VIII, IVP Cayman VIII, IVP Delaware VIII and IVP VIII Co-Investors are collectively referred to as the "Insight VIII Funds."

The amount listed as owned by each Insight VIII Fund may be deemed to be attributable to each of the other Insight VIII Funds, Insight Venture Associates VIII, L.P. ("IVA VIII"), Insight Venture Associates VIII, Ltd. ("IVA VIII Ltd") and Insight Holdings Group, LLC ("Holdings") because Holdings is the sole shareholder of IVA VIII Ltd, which in turn is the general partner of IVA VIII, which in turn is the general partner of each of the Insight VIII Funds.

Each of Jeffrey Horing, Deven Parekh, Peter Sobiloff, Michael Triplett and Jeffrey Lieberman is a member of the board of managers of Holdings and as such shares voting and dispositive power over the shares held by the Insight VIII Funds. The foregoing is not an admission by IVA VIII, IVA VIII Ltd, or Holdings that it is the beneficial owner of the shares held by the Insight VIII Funds. Each of Messrs. Horing, Parekh, Sobiloff, Triplett and Lieberman disclaims beneficial ownership of the shares held by the Insight VIII Funds except to the extent of his pecuniary interest therein.

- (2) The Series F Preferred Stock will automatically convert into shares of Common Stock on a one-for-one basis immediately prior to the closing of the Issuer's initial public offering. The Series F Preferred Stock does not have an expiration date.

- (3) 2,694,792 shares of Series F Preferred Stock are held of record by IVP VIII. 697,066 shares of Series F Preferred Stock are held by IVP Cayman VIII. 854,708 shares of Series F Preferred Stock are held of record by IVP Delaware VIII. 96,174 shares of Series F Preferred Stock are held of record by IVP VIII Co-Investors. See footnote (1) above for a description of the relationship among the Insight VIII Funds, IVA VIII, IVA VIII Ltd, and Holdings.

## Joint Filers' Names and Addresses

1. Insight Venture Partners (Cayman) VIII, L.P.
2. Insight Venture Partners VIII (Co-Investors), L.P.
3. Insight Venture Partners (Delaware) VIII, L.P.
4. Insight Venture Associates VIII, L.P.
5. Insight Venture Associates VIII, Ltd.
6. Insight Holdings Group, LLC

The business address for each of the above reporting persons is:

c/o Insight Venture Partners  
1114 Avenue of the Americas, 36th Floor  
New York, NY 10036

**JOINT FILERS' SIGNATURES**

**INSIGHT VENTURE PARTNERS (CAYMAN) VIII, L.P.**

By: Insight Venture Associates VIII, L.P., its general partner  
By: Insight Venture Associates VIII, Ltd., its general partner

By: /s/ Blair Flicker  
Name: Blair Flicker  
Title: Authorized Signatory

**INSIGHT VENTURE PARTNERS (DELAWARE) VIII, L.P.**

By: Insight Venture Associates VIII, L.P., its general partner  
By: Insight Venture Associates VIII, Ltd., its general partner

By: /s/ Blair Flicker  
Name: Blair Flicker  
Title: Authorized Signatory

**INSIGHT VENTURE PARTNERS VIII (CO-INVESTORS), L.P.**

By: Insight Venture Associates VIII, L.P., its general partner  
By: Insight Venture Associates VIII, Ltd., its general partner

By: /s/ Blair Flicker  
Name: Blair Flicker  
Title: Authorized Signatory

**INSIGHT VENTURE ASSOCIATES VIII, L.P.**

By: Insight Venture Associates VIII, Ltd., its general partner

By: /s/ Blair Flicker  
Name: Blair Flicker  
Title: Authorized Signatory

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**INSIGHT VENTURE ASSOCIATES VIII, LTD.**

By: /s/ Blair Flicker

Name: Blair Flicker

Title: Authorized Signatory

**INSIGHT HOLDINGS GROUP, LLC**

By: /s/ Blair Flicker

Name: Blair Flicker

Title: Authorized Signatory