

OMB APPROVAL	
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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 * <u>SHEEHAN ANDREW T</u> (Last) (First) (Middle) <u>755 PAGE MILL ROAD, SUITE A-200</u> (Street) <u>PALO ALTO CA 94304-1005</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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2017</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	12/01/2017		J ⁽¹⁾		78,140 ⁽¹⁾	A	\$0 ⁽¹⁾	78,140 ⁽¹⁾	I	By Ltd Liability Company (SHM) ⁽²⁾
Common Stock	12/01/2017		J ⁽³⁾		43,073 ⁽³⁾	A	\$0 ⁽³⁾	43,073 ⁽³⁾	I	By Ltd Partnership (SHV As Nominee) ⁽⁴⁾
Common Stock	12/01/2017		J ⁽⁵⁾		8,614,633 ⁽⁵⁾	D	\$0 ⁽⁵⁾	0.0000 ⁽⁶⁾	I	By Ltd Partnership (SHV) ⁽⁷⁾
Common Stock								10,845	D	
Common Stock								447,048	I	By Ltd Partnership ⁽⁸⁾
Common Stock								263,671	I	By Trust ⁽⁹⁾

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					

Explanation of Responses:

- Represents the receipt of shares in the pro rata distribution described below, for no additional consideration, by Sutter Hill Management Company, L.L.C. ("SHM"), a limited partner of Sutter Hill Ventures, a California Limited Partnership ("SHV").
- Shares held by SHM. SHV has voting and dispositive power over the shares held by SHM, and the reporting person is a trustee of a trust which is a member of SHM. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.
- Represents the retention of shares by SHV, in connection with the distribution described below, for the benefit of a trust (of which the reporting person is a trustee), which is a member of the general partner of SHV.
- Shares held by SHV as a nominee on behalf of, and for the exclusive benefit of a trust (of which the reporting person is a trustee), which is a member of the general partner of SHV. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.
- Effective December 1, 2017, SHV effected a pro rata distribution of 8,614,633 shares of Common Stock to its limited partners and its general partner for no additional consideration, of which 6,460,975 shares were distributed to the limited partners and 2,153,658 shares, representing the general partner's interest in the distribution, were retained by SHV and are now being held by SHV as a nominee on behalf of, and for the exclusive benefit of, the members of the general partner. SHV has no pecuniary interest in such retained shares.
- Excludes shares of Common Stock held by SHV as a nominee on behalf of, and for the exclusive benefit of, the members of the general partner of SHV.
- Shares held by SHV. The reporting person is a managing director of the general partner of SHV, but does not have or share voting or dispositive power over these shares. The inclusion of such shares herein shall not be deemed an admission that the reporting person is the beneficial owner of such shares for the purpose of Section 16 of the Securities and Exchange Act of 1934 ("Section 16"), or for any other purpose. To the extent that the reporting person is considered to beneficially own such shares for the purpose of Section 16, the reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.
- Shares held by Tippet Venture Partners, L.P. of which the reporting person is the managing director of the general partner of Tippet Venture Partners, L.P. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.
- Shares held by a trust of which the reporting person is a trustee. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest therein.

/s/ Robert Yin, by power of attorney 12/04/2017

** 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 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.