

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>Richardson Julie</u> (Last) (First) (Middle) <u>ONE MADISON AVENUE, FIFTH FLOOR</u> (Street) <u>NEW YORK NY 10010</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Xext, Inc. [XEXT]</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>08/28/2020</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 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	08/28/2020		M ⁽¹⁾		3,800	A	\$3.55	32,732 ⁽²⁾	D	
Common Stock	08/28/2020		S ⁽¹⁾		3,800	D	\$19.0117 ⁽³⁾	28,932 ⁽²⁾	D	
Common Stock	08/31/2020		M ⁽¹⁾		6,900	A	\$3.55	35,832 ⁽²⁾	D	
Common Stock	08/31/2020		S ⁽¹⁾		6,200	D	\$19.0264 ⁽⁴⁾	29,632 ⁽²⁾	D	
Common Stock	08/31/2020		S ⁽¹⁾		700	D	\$20	28,932 ⁽²⁾	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
Stock Option (Right to Buy)	\$3.55	08/28/2020		M ⁽¹⁾			3,800	(5)	05/20/2025	Common Stock	3,800	\$0	43,200	D	
Stock Option (Right to Buy)	\$3.55	08/31/2020		M ⁽¹⁾			6,900	(5)	05/20/2025	Common Stock	6,900	\$0	36,300	D	

Explanation of Responses:

- This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by Reporting Person.
- Includes 28,932 deferred stock units subject to deferred settlement, pursuant to the reporting person's election, until the earliest of the date the reporting person ceases to serve on the Company's board of directors or a change in control.
- Reflects a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$19.0000 to \$19.0200, 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.
- Reflects a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$19.0000 to \$19.1000, 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.
- 1/24th of the shares subject to the option vested on June 20, 2015 and the remaining shares subject to the option vest in equal monthly installments on the last day of each calendar month thereafter.

Remarks:

/s/ Ho Shin, Attorney-in-Fact

09/01/2020

** 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.