

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
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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>Benhorin Roy</u>  (Last) (First) (Middle) <u>C/O ZOOM VIDEO COMMUNICATIONS, INC.</u> <u>55 ALMADEN BOULEVARD, 6TH FLOOR</u>  (Street) <u>SAN JOSE CA 95113</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Zoom Video Communications, Inc. [ ZM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Accounting Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/10/2019</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			
Class A Common Stock	01/10/2020		M		1,070	A	\$0	349,764	D	
Class A Common Stock	01/13/2020		F		437 <sup>(1)</sup>	D	\$73.89	349,327	D	
Class A Common Stock	01/13/2020		s <sup>(2)</sup>		32,000	D	\$75.0292 <sup>(3)</sup>	317,327	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						Amount or Number of Shares
Restricted Stock Units	(4)	10/10/2019		A		17,120		(5)	(5)	Class A Common Stock	17,120	\$0	17,120	D	
Restricted Stock Units	(4)	01/10/2020		M			1,070	(5)	(5)	Class A Common Stock	1,070	\$0	16,050 <sup>(4)</sup>	D	
Employee Stock Option (right to buy)	\$3.77							(6)	09/24/2028	Class B Common Stock <sup>(7)</sup>	100,000		100,000	D	
Employee Stock Option (right to buy)	\$0.1375							(8)	11/13/2025	Class B Common Stock <sup>(7)</sup>	240,000		240,000	D	

**Explanation of Responses:**

- Shares withheld by Issuer to satisfy the tax withholding obligation in connection with the vesting of Restricted Stock Units.
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.00 to \$75.11. The Reporting Person undertakes to provide the Issuer, any security holder of the Issuer, or the staff at the Securities and Exchange Commission, upon request, the full information regarding the number of shares sold at each separate price within the ranges set forth above.
- Each restricted stock unit represents a contingent right to receive one share of Issuer's Class A Common Stock.
- The reporting person received an award of restricted stock units on October 10, 2019, which vest in equal installments on each quarterly anniversary date, subject to the Reporting Person's Continuous Service (as defined in the Issuer's 2019 Equity Incentive Plan) on each such vesting date.
- 1/48 of the shares subject to the option vests in equal monthly installments commencing one month from September 24, 2018.
- Each share of Class B Common Stock is convertible at the option of the Reporting Person into one share of Class A Common Stock and has no expiration date. Following the closing of the Issuer's IPO, each share of Class B Common Stock held by the Reporting Person will convert automatically into one share of Class A Common Stock upon (a) other than Eric S. Yuan, the death of the Reporting Person, or (b) any transfer by the Reporting Person except certain "Permitted Transfers" described in the Issuer's certificate of incorporation. Following the closing of the IPO, all outstanding shares of Class B Common Stock will convert into shares of Class A Common Stock upon the earliest of (i) six months following the death or incapacity of Mr. Yuan, (ii) six months following the date that Mr. Yuan ceases providing services to the Issuer, (iii) the date specified by the holders of a majority of the shares of Class B Common Stock, and (iv) the 15-year anniversary of the closing of the IPO.
- 1/4 of the shares subject to the option vested on November 9, 2016, and 1/48 of the shares vest monthly thereafter.

**Remarks:**

/s/ Aparna Bawa, Attorney-in-Fact 01/14/2020

\*\* 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.

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