Class B Common Stock

(21)

08/02/2021

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

instruc	tion 1(b).				Filed							ties Exchan Impany Act		1934			<u> </u>							
1. Name a	nd Address of	Reporting Person*					ıer Name						r - ·	,				Perso	n(s) to Issue	er				
Yuan Eric S.					-	<u>Z00</u>	m Vide	eo Co	mmı	unic	atio	ons, Inc.	<u> </u>	J	(Check	(Check all applicable) X Director X 10% Owner								
(Last) (First) (Middle)															X	Officer (g	give title		Other (s below)	pecify				
C/O ZOOM VIDEO COMMUNICATIONS, INC.							e of Earlie 2/2021	est Tran	sactior	n (Moi	nth/E	Day/Year)			Chief Executive Officer									
55 ALM	ADEN BO	ULEVARD, 6TH	H FLOOI	R		00,01	, = 0 = 1																	
(Street)					-	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)								
SAN JOSE CA 95113								ii, Dato	o. og	,c		(,,,,,		l	X Form filed by One Reporting Person								
(0)			(7: .)													Form filed by More than One Reporting								
(City)	(8	State)	(Zip)												ially Owned									
1 Title of	Saarmiter (Imag		Table I -	Non-L		_	Securii A. Deemed		cquii	red,	_	<u> </u>				5. Amour	t of	6 000	morchin .	7. Nature of				
1. Title of	Security (Ins		Date	Day/Yea	ur) E	xecution E any	cution Date, y	Transa Code (4. Securities Acquired (A) or Disp Of (D) (Instr. 3, 4 and 5)				Securitie Beneficia		s ally	6. Ownership Form: Direct (D) or Indirect	: Direct I	ndirect Beneficial					
						(M	/lonth/Day	1	8)		╀		(A) or			Owned Fe Reported Transacti	vned Following	(i) (ins		Ownership (Instr. 4)				
						4			Code	V	Ar	mount	(A) (I) (D)	Price		(Instr. 3 a								
	Class A Common Stock 08/02/2					-			С	_	_	4,080	A	\$0		4,0	080		D					
Class A	Common Sto	ock		_	2/2021	21			С		\perp	11,545	A	\$	0	15,	,625		D					
Class A (Class A Common Stock 08/02				2/2021	2021			S ⁽¹⁾			462	D	\$364.8	3817 ⁽²⁾	15,163			D					
Class A	Common St	ock		08/0	08/02/2021				S ⁽¹⁾			774	D	\$365.6	5145 ⁽³⁾	14,389		D						
Class A	Common St	ock		08/0	2/2021	1			S ⁽¹⁾			453	D	\$366.6121 ⁽⁴⁾		13,936		D						
Class A	Common St	ock		08/02/2021			-		S ⁽¹⁾			652	D	\$367.6	5975 ⁽⁵⁾	13,284		D						
Class A (Common St	ock		08/0	2/2021				S ⁽¹⁾			306	D	\$368.5762 ⁽⁶⁾		12,978		D						
Class A Common Stock			08/0	2/2021				S ⁽¹⁾			499	D	\$370.3	\$370.1829 ⁽⁷⁾		12,479		D						
Class A Common Stock		08/0	08/02/2021				S ⁽¹⁾			357	D	\$371.1745(8)		12,	12,122		D							
Class A Common Stock		08/0	08/02/2021				S ⁽¹⁾			393	D	\$372.1638 ⁽⁹⁾		11,729		D								
Class A	iss A Common Stock 08/02/20		2/2021	21			S ⁽¹⁾			719	D	\$373.1774 ⁽¹⁰⁾		11,010			D							
Class A	ss A Common Stock 08/02		2/2021	021			S ⁽¹⁾			190	D	\$374.5586(11)		10,820			D							
Class A	ass A Common Stock			08/0	08/02/2021				S ⁽¹⁾			320	D	\$375.4	317(12)	10,	500		D					
Class A (Common St	ock		08/0	2/2021				S ⁽¹⁾			611	D	\$376.6068(13)		9,889		D						
Class A Common Stock			08/0	2/2021	1			S ⁽¹⁾			2,846	D	\$377.5621(14)		7,043		D							
Class A Common Stock			08/02/2021					S ⁽¹⁾			4,415	D	\$378.5495 ⁽¹⁵⁾		2,628		D							
Class A Common Stock			08/02/2021					S ⁽¹⁾			1,792	D	\$379.4	\$379.4513(16)		836		D						
Class A Common Stock			08/02/2021					S ⁽¹⁾			451	D	\$380.4	736(17)	385		D							
Class A Common Stock			08/02/2021					S ⁽¹⁾			305	D	\$381.5472(18)		80		D							
Class A Common Stock			08/0	2/2021	1			S ⁽¹⁾			80	D	\$382.1305 ⁽¹⁹⁾		(0		D						
			Table									osed of				vned		,						
1. Title of	2.	3. Transaction	3A. Deem		y., pu	ıs, C					_	converti		and Amou		8. Price of	9. Numbe	er of	10.	11. Nature				
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution if any (Month/D	n Date,	Transa Code (8)			ive ies ed (A) or ed of	Expi (Mor	iration nth/Da	n Dat	e	Securities Under Derivative Securi (Instr. 3 and 4)		lying	Derivative Security (Instr. 5)	derivativ Securitie Beneficia Owned Following Reported	e Ownersi Form: Direct (Dor Indire g (I) (Instr.	Ownership	of Indirec Beneficia Ownershi (Instr. 4)				
					Code	v	(A) (D)		Date Exercisab			Expiration Date	Title	Amou Numb Share	er of		Transact (Instr. 4)	ion(S)						
Employee Stock Option (right to buy)	\$4.15	08/02/2021			M			4,080	30 (20)		09/24/202		Class B Common Stock ⁽²¹			\$0	\$0 87,70		D					
Class B Common Stock	(21)	08/02/2021			M		4,080		(21)		1	(21)	Class A Common Stock			\$0	22,589,592		D					

С

4,080

(21)

Class A

Common

(21)

4,080

\$<mark>0</mark>

22,585,512

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)				8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Employee Stock Option (right to buy)	\$3.77	08/02/2021		М			11,545	(22)	09/24/2028	Class B Common Stock ⁽²¹⁾	11,545	\$0	240,420	D	
Class B Common Stock	(21)	08/02/2021		М		11,545		(21)	(21)	Class A Common Stock	11,545	\$0	22,597,057	D	
Class B Common Stock	(21)	08/02/2021		С			11,545	(21)	(21)	Class A Common Stock	11,545	\$0	22,585,512	D	
Class B Common Stock	(21)							(21)	(21)	Class A Common Stock	1,311,509		1,230,980	I	See footnote ⁽²³⁾

Explanation of Responses:

- 1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- 2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$364.14 to \$365.12. 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.
- 3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$365.16 to \$366.13. 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.
- 4. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$366.18 to \$367.10. 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.
- 5. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$367.21 to \$368.20. 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.
- 6. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$368.24 to \$369.06. 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.
- 7. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$369.67 to \$370.66. 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.
- 8. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$370.70 to \$371.67. 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.
- 9. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$371.73 to \$372.67 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.
- 10. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$372.76 to \$373.74. 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.
- 11. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$374.02 to \$374.93. 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.

 12. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$375.05 to \$376.01. 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.

 13. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$376.05 to \$377.04. 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.

 14. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$377.05 to \$378.04. 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.

 15. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$378.05 to \$379.04. 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.
- 16. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$379.05 to \$380.04. 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 so lid at each separate price within the ranges set forth above.
- 17. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$380.05 to \$381.03. 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.
- 18. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$381.06 to \$381.97. 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.
- 19. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$382.08 to \$382.20 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.
- 20. The shares subject to the option vest in monthly installments as follows: approximately 8,840 shares vested on October 24, 2018 and approximately 8,840 shares vested on the 24th day of each month thereafter through and including December 24, 2018, approximately 2,210 shares vested on January 24, 2019 and approximately 2,210 shares vest on the 24th day of each month thereafter through and including December 24, 2021 and approximately 2,945 shares vest on the 24th day of each month thereafter through and including September 24, 2022.
- 21. 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. Each share of Class B Common Stock held by the Reporting Person will automatically convert 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. 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 Issuer's initial public offering.
- 22. The shares subject to the option vest in monthly installments as follows: approximately 1,577 shares vested on October 24, 2018 and approximately 1,577 vested on the 24th day of each month thereafter through and including December 24, 2018, approximately 8,207 shares vested on January 24, 2019 and approximately 8,207 shares vest on the 24th day of each month thereafter through and including December 24, 2021 and approximately 7,472 shares vest on the 24th day of each month thereafter through and including September 24, 2022. The shares subject to this option are early exercisable, subject to the Issuer's right to repurchase.
- 23. The shares are held of record by Zheng Yuan and Hongyu Zhang, cotrustees of the the 2018 Yuan and Zhang Revocable Trust, for which the Reporting Person and the Reporting Person's spouse serve as cotrustees.

Remarks:

<u>/s/ Aparna Bawa, Attorney-in-</u> Fact

** Signature of Reporting Person

08/04/2021

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.