SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL

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			of Section So(ii) of the investment Company Act of 1940						
	ddress of Reporting	Person*	2. Issuer Name and Ticker or Trading Symbol <u>NCINO, INC.</u> [NCNO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>RUH WILLIAM J</u>				X Director 10% Owner					
				Officer (give title Other (specify					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/07/2021	below) below)					
6770 PARK	ER FARM DRIV	Έ	05/07/2021						
SUITE 200									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person					
WILMINGTON NC 2		28405		Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							

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. Transa Code (i 8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	((1130.4)
Common Stock	09/07/2021		S ⁽¹⁾		11,215	D	\$74.2388 ⁽³⁾	329,986	I(2)	By William J. Ruh Trust, U/T/A ⁽²⁾
Common Stock	09/07/2021		S ⁽¹⁾		41,742	D	\$75.0142 ⁽⁴⁾	288,244	I ⁽²⁾	By William J. Ruh Trust, U/T/A ⁽²⁾
Common Stock	09/07/2021		S ⁽¹⁾		2,043	D	\$75.8322 ⁽⁵⁾	286,201	I(2)	By William J. Ruh Trust, U/T/A ⁽²⁾
Common Stock								12,688	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. Transa Code (8)		n of		6. Date Exerc Expiration Da (Month/Day/Y	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	Amount or Number of Shares				

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

2. These shares of common stock of the Issuer ("Shares") are held directly by the William J. Ruh Trust, U/T/A, for which the reporting person is sole trustee.

3. The price reported in Column 4 is a weighted average price. The Shares were sold in multiple transactions at prices ranging from \$73.56 to \$74.51, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in footnote (3).

4. The price reported in Column 4 is a weighted average price. The Shares were sold in multiple transactions at prices ranging from \$74.565 to \$75.56, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price

provide to nCino, Inc., any security holder of nCino, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in footnote (4).

5. The price reported in Column 4 is a weighted average price. The Shares were sold in multiple transactions at prices ranging from \$75.57 to \$76.22, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Shares sold at each separate price within the range set forth in footnote (5).

<u>/s/ Jeanette Sellers as</u> <u>Attorney-in-Fact for William</u>

J. Ruh

J. Rull

** Signature of Reporting Person Date

09/09/2021

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.