| SEC Form 4 | |
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Instruction 1(b)

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

| TATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number: 3235-0287 | | | |
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| | Estimated average burg | den | | |
| | hours per response: | 0.5 | | |

| | | | or Section 30(h) of the Investment Company Act of 1940 | | | |
|------------------------------|--|-------|---|------------------------|---|----------------|
| | | | 2. Issuer Name and Ticker or Trading Symbol <u>NERDWALLET, INC.</u> [NRDS] | 5. Rela (Check | erson(s) to Issuer 10% Owner Other (specify | |
| | it) (First) (Middle) RDWALLET, INC. HAWTHORNE STREET, 11TH FLOOR | | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023 | | Officer (give title below) Chief Business | below) |
| (Street) SAN FRANCISCO | СА | 94105 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person | porting 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) | Transaction Dis Code (Instr. | | 4. Securities Disposed Of | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|---------------------------------|---|------------------------------|---------------|-------------------------------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Class A Common Stock | 03/01/2023 | | F | | 1,576 ⁽¹⁾ | D | \$20.42 | 195,638 | D | | |
| Class A Common Stock | 03/02/2023 | | S | | 2,357 ⁽²⁾ | D | \$21.14 ⁽³⁾ | 193,281 | D | | |
| Class A Common Stock | 03/03/2023 | | S | | 1,225 ⁽²⁾ | D | \$21.58 | 192,056 ⁽⁴⁾ | 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) | | of Deriv Secu Acqu (A) of Dispo of (D) | erivative ecurities cquired A) or isposed f (D) nstr. 3, 4 | | Expiration Date Amount of Month/Day/Year) Securities | | | 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. Shares withheld by the Issuer to satisfy tax withholding obligation due to the vesting of Restricted Stock Units ("RSUs").

2. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 15, 2022.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.09 to \$21.30, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, 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 above.

4. Includes 38,139 Restricted Stock Units payable solely in the Class A Common Stock of the Issuer.

Remarks:

/s/ Kathy Lee, Attorney-In-

Fact for Kevin Yuann

** Signature of Reporting Person Date

03/03/2023

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.