

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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1. Name and Address of Reporting Person* <u>Chen Tim Chao-Ming</u>			2. Date of Event Requiring Statement (Month/Day/Year) 11/03/2021		3. Issuer Name and Ticker or Trading Symbol <u>NERDWALLET, INC. [NRDS]</u>	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>			5. If Amendment, Date of Original Filed (Month/Day/Year)
NERDWALLET, INC. 55 HAWTHORNE, 11TH FLOOR						6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street)	(City)	(State)	(Zip)			
SAN FRANCISCO CA 94105						

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					
Class F Common Stock	(1)	(1)	Class B Common Stock	16,190,811	(1)	I	By The Tim Chen Revocable Trust ⁽²⁾
Class F Common Stock	(1)	(1)	Class B Common Stock	4,405,720	(1)	I	By The Seed Investor Irrevocable Remainder Trust ⁽³⁾
Class F Common Stock	(1)	(1)	Class B Common Stock	2,639,121	(1)	I	By The Seed Investor Irrevocable Remainder Trust II ⁽⁴⁾
Class F Common Stock	(1)	(1)	Class B Common Stock	8,450,000	(1)	I	By The Seed Investor 2021 Annuity Trust ⁽⁵⁾
Employee Stock Options (right to buy)	(6)	05/24/2026	Class A Common Stock	19,840	22.18	D	
Employee Stock Options (right to buy)	(7)	05/24/2031	Class A Common Stock	455,160	20.16	D	

Explanation of Responses:

- Upon the closing of the initial public offering of the Issuer, the Class F Common Stock will be reclassified and converted into Class B Common Stock on a one-for-one basis. The Class F Common Stock has no expiration date.
- These shares are held by The Tim Chen Revocable Trust u/a/d 3/11/2016, for which Mr. Chen serves as the trustee.
- These shares are held by The Seed Investor Irrevocable Remainder Trust u/a/d 3/11/2016, for which Mr. Chen serves as the trustee.
- These shares are held by The Seed Investor Irrevocable Remainder Trust II u/a/d 8/19/2019, for which Mr. Chen serves as the trustee.
- These shares are held by The Seed Investor 2021 Annuity Trust u/a/d 2/25/2021, for which Mr. Chen serves as the trustee.
- 25% of the shares subject to the option vest on the one-year anniversary of the 5/24/2021 Vesting Commencement Date ("VCD") and remaining shares vest as to 25% of the shares subject to the option on the 24th day of January of each of 2023, 2024 and 2025, such that the option will be fully vested on 1/24/2025.
- 25% of the shares subject to the option vest on the one-year anniversary of the 5/24/2021 VCD and 1/48th of the shares subject to the grant vest monthly thereafter, with the exception of January of each of 2023, 2024, and 2025 when only 1% of the shares subject to the option will vest. The option will be fully vested and exercisable on the fourth anniversary of the VCD.

Remarks:

EXHIBIT LIST: EX-24 Power of Attorney for Tim Chao-Ming Chen

/s/ Bridgett Gatewood, Attorney-In-Fact 11/03/2021
for Tim Chao-Ming Chen

** 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 5 (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.

Know all by these presents that the undersigned hereby constitutes and appoints each of the General Counsel; Senior Counsel, Corporate; Senior (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of NerdWallet, Inc. (the "Company"); (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to the Company. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the Company. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day of October, 2021.