SEC Form 3

FORM 3

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

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0.5

Estimated average burden hours per response:

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

NERDWALLET, INC. State (Check all applicable) Image: Check all applicable) <th></th> <th></th> <th></th> <th></th> <th>Filed purs or</th> <th>suant to Sect Section 30(h</th> <th>tion 16(a) of the Securities Exchange Act of 19 h) of the Investment Company Act of 1940</th> <th>934</th> <th></th> <th></th> <th></th>					Filed purs or	suant to Sect Section 30(h	tion 16(a) of the Securities Exchange Act of 19 h) of the Investment Company Act of 1940	934			
NERDWALLET, INC. 5. If Amendment, Date of Original File Status 10% Owner Status 0riter (Check all applicationship of Reporting Person(s) to Issuer (Street) X SAN CA FRANCISCO CA (Giv) (State) (Zip) Table 1 - Non-Derivative Securities Beneficially Other (specify below) State 2, Amount of Securities Beneficially 3. Ownership Form: (Direct "use the below) 0. Sumont of Securities Beneficially 3. Ownership Form: 1. Title of Security (Instr. 4) 2, Amount of Securities Beneficially Owned 3. Ownership Form: Common Stock 9,223 D 0 Common Stock 9,223 D 0 Common Stock 9,223 D 0 Common Stock 69,445(1) D 0 Common Stock 5. Date Exercisable and Explication Date Scurity (Instr. 4) 0 Date Explication Date 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 5. Ownership Form: Direct (D) Date Explication Date 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	Stateme				atement (Month/Day/Year) NERDWALLET INC [NRDS]						
Table 1 - Non-Derivative Securities Beneficially Owned Table 1 - 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 (D) (Instr. 5) 4. Nature of Indirect Beneficial Owner Class A Common Stock 9,223 D	NERDWALLET, INC. 55 HAWTHORNE, 11TH FLOOR (Street) SAN CA 94105						(Check all applicable) Director X Officer (give title below)	10% Owner Other (specify		 If Amendment, Date of Original Filed (Month/Day/Year) Individual or Joint/Group Filing (Check Applicable Line X Form filed by One Reporting Person Form filed by More than One Reporting Person 	
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 Owner Direct (D) or Indirect (I) (Instr. 5) Class A Common Stock 9,223 D	(City)	(State)	(Zip)					<u> </u>			
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$ \begin{array}{ c c c c c c c } \hline \begin{tabular}{ c c c c c c c } \hline \hline \begin{tabular}{ c c c c c c c c c c c c c c c c c c c$	1. Title of Security (Instr. 4)						Direct (D) or Indirect (I)		ture of Indirect Ben	eficial Ownership (Instr. 5)	
Common Stock Generation of the securities and the securitities and the securities and the securities and the secu	Class A Common Stock						9,223	D			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 4) 2. Date Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 4. Conversion or Exercisable and Date Expiration Date 5. Ownership Form: Direct (D) (Instr. 5) 6. Nature of Ownership or Indirect (I) (Instr. 5) Employee Stock Options (right to buy) 03/29/2021 ⁽²⁾ 03/28/2031 Class A Common Stock 42,328 14 D	Common Stock						18,519 ⁽¹⁾	D			
(e.g., puts, calls, warrents, options, convertible securits 1. Title of Derivative Security (Instr. 4)	Common Stock						69,445 ⁽¹⁾	D			
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $											
Date Exercisable Expiration Date Expiration Tritle Amount or Shares Derivative Scurity C Employee Stock Options (right to buy) 0329/2021 ⁽²⁾ 0328/2031 Class A Common Stock 42,328 14 D	Expiratio				Expiration Date			ying Derivative	Conversion or Exercise	Form: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
								Number of	Derivative	(Instr. 5)	
Employee Stock Options (right to buy) 10/25/2018 ⁽³⁾ 10/24/2028 Class A Common Stock 280,000 7.42 D	Employee Stock	Options (right to	buy)		03/29/2021 ⁽²⁾	03/28/2031	Class A Common Stock	42,328	14	D	
	Employee Stock	Options (right to	buy)		10/25/2018 ⁽³⁾	10/24/2028	Class A Common Stock	280,000	7.42	D	
Employee Stock Options (right to buy) 09/25/2019 ⁽⁴⁾ 09/24/2029 Class A Common Stock 49,999 10.2 D	Employee Stock	Options (right to	buy)		09/25/2019 ⁽⁴⁾	09/24/2029	Class A Common Stock	49,999	10.2	D	

Employee Stock Options (right to buy) Explanation of Responses:

1. Represents Restricted Stock Units payable solely in Class A Common Stock of the Issuer.

2. Jr48h of the shares subject to the option vest on each monthly anniversary measured from 4/1/21 the Vesting Commencement Date ("VCD"), such that 100% of the shares subject to the option will be fully vested on the fourth anniversary of the VCD.

3. 25% of the shares subject to the option vest on the first anniversary measured from 8/20/18 the VCD and 1/48th of the total number of shares vest monthly thereafter, such that 100% of the shares subject to the option will be fully vested on the fourth anniversary of the VCD.

4. 1/48th of the shares subject to the option vest on each monthly anniversary measured from 9/1/19 the VCD, such that 100% of the Shares subject to the option will be fully vested on the fourth anniversary of the VCD.

Remarks:

EXHIBIT LIST: EX-24 Power of Attorney for Kelly Gillease

/s/ Bridgett Gatewood, Attorney-In-Fact 11/03/2021 for Kelly Gillease

Date

** Signature of Reporting Person

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 be 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 IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of October, 2021.