FORM 3

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL             |           |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|
| OMB Number:              | 3235-0104 |  |  |  |  |  |
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| hours per response:      | 0.5       |  |  |  |  |  |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| ROBINSON JAMES D III  | 2. Date of Even<br>Statement<br>(Month/Day/Yea<br>11/03/2021 |                    | 3. Issuer Name and Ticker or Trading Symbol NERDWALLET, INC. [ NRDS ]                         |                               |                                  |  |   |  |  |  |
|---|--|--------------------|---|-------------------------------|----------------------------------|--|---|--|--|--|
| (Last) (First) (Middle) C/O NERDWALLET, INC.  |  |                    | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner |                               |                                  | 5. If Amendment, Date of Original Filed (Month/Day/Year) |   |  |  |  |
| 55 HAWTHORNE, 11TH FLOOR  |  |                    |   | er (give title                | Other (spec                      | cify 6. Inc  | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |  |  |
| (Street) SAN FRANCISCO CA 94105   |  |                    |   | ,                             | ŕ                                | X  | Form filed by   | or One Reporting Person<br>or More than One<br>erson |  |  |
| (City) (State) (Zip)  | <b>-</b>   |                    |   |                               | •                                |  |   |  |  |  |
| Table I - Non-Derivative Securities Beneficially Owned  |  |                    |   |                               |                                  |  |   |  |  |  |
|   |  |                    | 2. Amount of S<br>Beneficially O  | Securities<br>wned (Instr. 4) |                                  |  | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5)    |  |  |  |
| Table II - Derivative Securities Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |                    |   |                               |                                  |  |   |  |  |  |
| 1. Title of Derivative Security (Instr. 4)  2. Date Exercisable an Expiration Date (Month/Day/Year)                   |  | te                 | 3. Title and Amount of Securities<br>Underlying Derivative Security (Instr. 4)                |                               | 4.<br>Conversion<br>or Exercise  | 5.<br>Ownership<br>Form:                                 | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |  |  |  |
|   |  | Expiration<br>Date | Title   |                               | Amount or<br>Number of<br>Shares | Price of<br>Derivative<br>Security                       | Direct (D) or<br>Indirect (I)<br>(Instr. 5)                 |  |  |  |
| Series A Preferred Stock  | (1)  | (1)                | Class A Common Stock  |                               | 1,113,635                        | (1)  | I   | Held by RRE<br>Leaders Fund LP <sup>(2)(3)</sup>     |  |  |
| Series A Preferred Stock  | (1)  | (1)                | Class A C   | Common Stock                  | 556,817                          | (1)  | I   | Held by RRE<br>Ventures VI, LP. <sup>(3)(4)</sup>    |  |  |

## **Explanation of Responses:**

- 1. The Series A Preferred Stock of the issuer (the "preferred stock") is convertible at any time, at the holders election, and will convert automatically upon the issuer's consummation of an initial public offering. The preferred stock has no expiration date.
- 2. The sole general partner of RRE Leaders Fund LP is RE Leaders GP, L.P.
- 3. The reporting person is one of the managing members and officers of these entities and disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- 4. The sole general partner of RRE Ventures VI, LP is RRE Ventures GP 6, LP.

#### Remarks:

EXHIBIT LIST: EX-24 Power of Attorney for James D. Robinson III

/s/ Bridgett Gatewood,

Attorney-In-Fact for James D. 11/03/2021

Robinson III

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.

### POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of the following employees of Nerdwallet, Inc. (the "Company"): E M. Lysonge General Counsel, Aby Castro Sr. Corporate Counsel, Kathy Lee Sr. Paralegal, Bridgett Gatewood Sr. Manager of Legal Operations, and Steve Hwang Sr. Director of Financial Reporting, signing individually, the undersigned's true and lawful attorneys-in fact and agents to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or greater than 10% stockholder of the Company. Forms 3, 4 and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended and the rules thereunder;
- (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 Forms 3, 4 or 5 (including any amendments thereto) and timely file such forms with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

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 requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended. This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company.

The undersigned has caused this Power of Attorney to be executed as of September 29, 2021.