

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>ROBINSON JAMES D III</u> <hr/> (Last) (First) (Middle) <u>C/O NERDWALLET, INC.</u> <u>55 HAWTHORNE, 11TH FLOOR</u> <hr/> (Street) <u>SAN FRANCISCO CA 94105</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>NERDWALLET, INC. [ NRDS ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) <u>11/08/2021</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	11/08/2021		C		1,113,635	A	\$0	1,113,635	I	Held by RRE Leaders Fund LP <sup>(1)(2)</sup>
Class A Common Stock	11/08/2021		C		556,817	A	\$0	556,817	I	Held by RRE Ventures VI, LP. <sup>(2)(3)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
Series A Preferred Stock	(4)	11/08/2021		C		1,113,635		(4)	(4)	Class A Common Stock	1,113,635	(4)	0	I	Held by RRE Leaders Fund LP <sup>(1)(2)</sup>
Series A Preferred Stock	(4)	11/08/2021		C		556,817		(4)	(4)	Class A Common Stock	556,817	(4)	0	I	Held by RRE Ventures VI, LP. <sup>(2)(3)</sup>

**Explanation of Responses:**

- The sole general partner of RRE Leaders Fund LP is RE Leaders GP, L.P.
- 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.
- The sole general partner of RRE Ventures VI, LP is RRE Ventures GP 6, LP.
- At the closing of the initial public offering of the Issuer, the Series A Preferred Stock automatically converted into the Issuer's Class A Common Stock on a 1-for-1 basis and had no expiration date.

**Remarks:**

/s/ Bridgett Gatewood, Attorney-  
In-Fact for James D. Robinson 11/10/2021  
III

\*\* 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 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.