SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

APPROVAL
AFFROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] <u>Thrive Partners V GP, LLC</u>				2. Issuer Name and Ticker or Trading Symbol <u>Vimeo, Inc.</u> [VMEO]							Relationship of Rep neck all applicable) X Director	10	% Owner	
(Last) C/O THRIVE C		(Middle	,	3. Date of Earliest Transaction (Month/Day/Year) 05/25/2021							Officer (give t below)		her (specify low)	
295 LAFAYETTE STREET, SUITE 701				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) NEW YORK	NY	10012	2							Form filed by One Reporting Person X Form filed by More than One Reportin Person				
(City)	(State)	(Zip)												
	lon-Derivat	ive Securi	ties A	cquire	ed, D	isposed of	, or B	eneficia	ally Owned					
Date		2. Transaction Date (Month/Day/Ye	2A. Deem Execution ar) if any (Month/Da	Date,		ransaction Disposed Of (D) (Instr. 3, 4 a ode (Instr. 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)			
				_		<u> </u>	<u> </u>		(-)		(

	(Month/Day/rear)	(Month/Day/Year)	8)		, ,			Owned Following	(l) (instr. 4)	Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	05/25/2021		A ⁽¹⁾		30,809	A	(1)	30,809	I	By Claremount V Associates, L.P. ⁽²⁾⁽⁷⁾⁽⁸⁾	
Common Stock	05/25/2021		A ⁽¹⁾		79,902	A	(1)	79,902	I	By Claremount VI Associates, L.P. ⁽³⁾⁽⁷⁾⁽⁸⁾	
Common Stock	05/25/2021		A ⁽¹⁾		1,666,518	A	(1)	1,666,518	I	By Thrive Capital Partners V, L.P. ⁽⁴⁾⁽⁷⁾⁽⁸⁾	
Common Stock	05/25/2021		A ⁽¹⁾		2,525,739	A	(1)	2,525,739	I	By Thrive Capital Partners VI, L.P. ⁽⁵⁾⁽⁷⁾ ⁽⁸⁾	
Common Stock	05/25/2021		A ⁽¹⁾		1,549,885	A	(1)	1,549,885	I	By Thrive Capital Partners VI Growth, L.P. ⁽⁶⁾⁽⁷⁾⁽⁸⁾	

 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)			vative rities lired r osed) r. 3, 4	Expiration Date (Month/Day/Year)		n Date Amoun		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 Expiration Exercisable Date		Title	Amount or Number of Shares				

1. Name and Address of Reporting $\operatorname{\mathsf{Person}}^*$

Thrive Partners V GP, LLC

(Last)	(First)	(Middle)					
C/O THRIVE CAPITAL							
295 LAFAYETTE STREET, SUITE 701							

(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Thrive Partners</u>		
(Last) C/O THRIVE CAP	(First) PITAL	(Middle)
295 LAFAYETTE	STREET, SUITE 70	1
(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Thrive Capital</u>		
(Last) C/O THRIVE CAP	(First)	(Middle)
	STREET, SUITE 70	1
(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Claremount V</u>		
(Last) C/O THRIVE CAF	(First) PITAL	(Middle)
295 LAFAYETTE	STREET, SUITE 70	1
(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Thrive Capital</u>	of Reporting Person [*] Partners VI, L.P.	
(Last) C/O THRIVE CAP	(First)	(Middle)
	STREET, SUITE 70	1
(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Thrive Capital</u>	of Reporting Person [*] Partners VI Grov	<u>vth, L.P.</u>
(Last) C/O THRIVE CAP	(First) PITAL	(Middle)
295 LAFAYETTE	STREET, SUITE 70	1
(Street) NEW YORK	NY	10012
(City)	(State)	(Zip)
1. Name and Address of <u>Claremount VI</u>	of Reporting Person [*] Associates, L.P.	
(Last) C/O THRIVE CAP	(First) PITAL	(Middle)

295 LAFATEI	TE STREET, SU	1E /01	
(Street) NEW YORK	NY	10012	
(City)	(State)	(Zip)	
1. Name and Addr	ess of Reporting Per	son*	
Kushner Jos	<u>hua</u>		
(1 eet)	(First)	(Middle)	
(Last)	(First)	(Middle)	
C/O THRIVE (TE 701	
	CAPITAL TE STREET, SUI	TE 701	
		TE 701	
295 LAFAYET (Street)		TE 701	
295 LAFAYET (Street)	TE STREET, SU		

Explanation of Responses:

1. Shares acquired in connection with the spin-off of the Issuer from IAC/InterActiveCorp ("IAC") that was completed on May 25, 2021, pursuant to which each share of Vimeo.com, Inc., formerly known as Vimeo, Inc. ("Vimeo"), capital stock issued and outstanding immediately prior to the completion of the spin-off and owned by a non-IAC Vimeo stockholder (other than any dissenting shares) was automatically cancelled and converted into 1.0143 shares of the Issuer's common stock.

2. Shares held by Claremount V Associates, L.P. ("Claremount V").

3. Shares held by Claremount VI Associates, L.P. ("Claremount VI").

4. Shares held by Thrive Capital Partners V, L.P. ("Thrive V").

5. Shares held by Thrive Capital Partners VI, L.P. ("Thrive VI").

6. Shares held by Thrive Capital Partners VI Growth, L.P. ("Thrive VI Growth" and together with Claremount V, Claremount VI, Thrive V and Thrive VI, the "Thrive Capital Funds").

7. The general partner of each of Thrive V and Claremount V is Thrive Partners V GP, LLC ("Thrive V GP"). The general partner of each of Thrive VI, Thrive VI Growth and Claremount VI is Thrive Partners VI GP, LLC ("Thrive VI GP") and together with Thrive V GP, the "Thrive General Partners"). Joshua Kushner is the sole managing member of each of the Thrive General Partners, and, in his capacity as managing member, may have voting and investment power over the shares held by each of the Thrive Capital Funds. Each of the foregoing entities and Mr. Kushner disclaim beneficial ownership of the shares held of record by the Thrive Capital Funds except to the extent of their pecuniary interest therein.

8. Nabil Mallick, a General Partner at Thrive Capital, has been deputized to represent the reporting persons on the board of directors of the Issuer. By virtue of Mr. Mallick's representation, for purposes of Section 16 of the Securities Exchange Act of 1934 (the "Exchange Act"), each of the reporting persons may be deemed directors by deputization of the Issuer. Mr. Mallick has filed a separate Section 16 report disclosing securities of the Issuer that he may be deemed to beneficially own for Section 16 purposes.

Remarks:

<u>THRIVE PARTNERS V GP,</u> <u>LLC, By: /s/ Joshua Kushner,</u> <u>Managing Member</u>	<u>05/27/2021</u>
<u>THRIVE PARTNERS VI GP,</u> <u>LLC, By: /s/ Joshua Kushner,</u> <u>Managing Member</u>	<u>05/27/2021</u>
THRIVE CAPITAL <u>PARTNERS V, L.P., By:</u> <u>Thrive Partners V GP, LLC,</u> <u>its general partner, By: /s/</u> <u>Joshua Kushner, Managing</u> <u>Member</u>	<u>05/27/2021</u>
CLAREMOUNT V ASSOCIATES, L.P., By: Thrive Partners V GP, LLC, its general partner, By: /s/ Joshua Kushner, Managing Member	<u>05/27/2021</u>
THRIVE CAPITAL PARTNERS VI, L.P., By: Thrive Partners VI GP, LLC, its general partner, By: /s/ Joshua Kushner, Managing Member	<u>05/27/2021</u>
THRIVE CAPITAL PARTNERS VI GROWTH, L.P., By: Thrive Partners VI GP, LLC, its general partner, By: /s/ Joshua Kushner, Managing Member	<u>05/27/2021</u>
CLAREMOUNT VI ASSOCIATES, L.P., By: Thrive Partners VI GP, LLC, its general partner, By: /s/ Joshua Kushner, Managing Member	<u>05/27/2021</u>
JOSHUA KUSHNER, By: /s/ Joshua Kushner	<u>05/27/2021</u>
** Signature of Reporting Person	Date

** 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.

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