SEC Form 4

FORM 4

(State)

(Zip)

(City)

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).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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	

1. Name and Address of Reporting Person [*] <u>ADVENT INTERNATIONAL, L.P.</u>			2. Issuer Name and Ticker or Trading Symbol <u>CCC Intelligent Solutions Holdings Inc.</u> [<u>CCCS</u>]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner										
(Last) (First) (Middle) PRUDENTIAL TOWER				3. Date of Earliest Transaction (Month/Day/Year) 01/08/2024									Office below	er (give title v)		Other below	(specify)			
800 BOYLSTON STREET, SUITE 3300			4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Ind Line)	lividual o	r Joint/Grou	ıp Filir	ng (Check	Applicable				
(Street) BOSTON MA 02199-8069					Form filed by One Reporting Person X Form filed by More than One Reporting Person															
(City)	(St	ate) (i	Zip)		Ru	lle	10	b5-1	(C)) Tra	nsa	ction Indi	icatio	on						
(Oity)	(0)		μp)			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Table	I - N	on-Deriva	tive	Se	cur	ities	Ac	quire	d, Di	isposed of	, or E	Bene	ficiall	y Own	ed			
1. Title of Security (Instr. 3) Date (Month/Day/Y			Year) if an		A. Deemed tecution Date, any lonth/Day/Year)		,	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (A) or (D) (Instr. 3, 4 and 5)		or and 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
										Code	v	Amount	(A) c (D)	or Pr	rice	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common	Stock			01/08/20	24					S ⁽¹⁾		16,137,703	D	\$	10.47	193,4	471,756		I	See Notes ⁽²⁾⁽⁵⁾
Common Stock 01/08/2			01/08/20	24				S ⁽¹⁾		510,399	D	\$	10.47	6,11	19,048		I	See Notes ⁽³⁾⁽⁵⁾		
Common Stock 01/08/202			24	24			S ⁽¹⁾		5,351,898	D	\$	10.47	0.47 64,162,845		2,845 I		See Notes ⁽⁴⁾⁽⁵⁾			
		Та	ble II									posed of, convertib				Ownee	d			
1. Title of Derivative Security (Instr. 3) 2. Conversio Price of Derivative Security		ise (Month/Day/Year) ve		Execution Date, f any		4. Transaction Code (Instr. 8)				Expiration (Month/Day			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		De Se (Ir	Price of erivative ecurity istr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownershi Form: Direct (D) or Indirec: (I) (Instr. 4	Beneficial Ownershi t (Instr. 4)
					Code	 	,	(A)	(D)	Date	cisable	Expiration Date	Title	Amou or Numi of Share	ber					
		Reporting Person		D									•		·		-			
			<u>L, L</u> .	. <u>r.</u>																
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(Street) BOSTON MA 02199-8069																				
(City)		(State)	(Z	Zip)																
		Reporting Person		<u>LC</u>]													
	NTIAL TO YLSTON S		۸)	/liddle)																
(Street) BOSTO	N	MA	0.	2199		_														

	of Reporting Person*								
<u>Cypress Inves</u>	tor Holdings, LP								
(Last)	(First)	(Middle)							
	PRUDENTIAL TOWER								
800 BOYLSTON STREET									
(Street) BOSTON									
(City)	(City) (State) (Zip)								
	s of Reporting Person [*]								
Advent Interna Partnership	ational GPE VIII-	-C Limited							
(Last)	(First)	(Middle)							
PRUDENTIAL T									
800 BOYLSTON	STREET, SUITE 33	00							
(Street) BOSTON MA 02199-8069									
(City)	(State)	(Zin)							
(City)	(State)	(Zip)							
	<u>C Co-Investment</u>	(Delaware)							
Limited Partne	<u>ership</u>								
(Last)	(First)	(Middle)							
PRUDENTIAL T	OWER								
800 BOYLSTON	STREET, SUITE 33	00							
(Street)									
BOSTON	MA	02199							
(City)	(State)	(Zip)							
	1. Name and Address of Reporting Person [*] <u>Cypress Investment GP, LLC</u>								
(Last)	(First)	(Middle)							
PRUDENTIAL T									
800 BOYLSTON	STREET, SUITE 33	00							
(Street)									
BOSTON	MA	02199							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person* GPE VIII GP S.a.r.l.									
(Last)	(First)	(Middle)							
PRUDENTIAL TOWER									
800 BOYLSTON STREET, SUITE 3300									
(Street)									
BOSTON	MA	02199-8069							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person [*] GPE VIII GP Limited Partnership									
(Last)	(First)	(Middle)							
PRUDENTIAL TOWER									
800 BOYLSTON	STREET, SUITE 33	00							
(Street)									

BOSTON	MA	02199-8069
(City)	(State)	(Zip)
	ess of Reporting Per NTERNATION	
(Last) PRUDENTIAI 800 BOYLST((First) L TOWER DN STREET, SUI	(Middle) TE 3300
(Street) BOSTON	MA	02199-8069
(City)	(State)	(Zip)

Explanation of Responses:

1. See Exhibit 99.1 for text of footnote (1).

2. See Exhibit 99.1 for text of footnote (2).

3. See Exhibit 99.1 for text of footnote (3).

4. See Exhibit 99.1 for text of footnote (4).

5. See Exhibit 99.1 for text of footnote (5).

Remarks:

Christopher Egan, a Managing Partner of Advent, Eric Wei, a Managing Director of Advent, and Lauren Young, a Managing Director of Advent (collectively, the "Advent Directors"), each serve on the board of directors of the Issuer, and have been deputized to represent the Reporting Persons on the board of directors. By virtue of the Advent Directors' representation, for purposes of Section 16 of the Securities Exchange Act of 1934, each of the Reporting Persons may be deemed directors by deputization of the Issuer. The Advent Directors have filed separate Section 16 reports disclosing securities of the Issuer that they may be deemed to beneficially own for Section 16 purposes. Exhibit 99.1 (Footnotes to Form 4) and Exhibit 99.2 (Signatures and Joint Filer Information) are incorporated by reference.

ADVENT

 INTERNATIONAL, L.P., By:

 Advent International GP, LLC,

 its General Partner, By: /s/

 Neil Crawford, Name: Neil

 Crawford, Title: Vice

 President of Finance

 ** 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.

Footnotes to Form 4

- (1) The shares of Common Stock were sold in connection with an underwritten public offering of the Common Stock of the Issuer pursuant to the prospectus supplement filed January 5, 2024, and accompanying registration statement on Form S-3 (File No. 333-267793). The shares were sold at a price per share equal to the public offering price.
- (2) Represents securities held directly by Cypress Investor Holdings, L.P. ("Cypress Investor"). Cypress Investment GP, LLC ("Cypress GP") is the general partner of Cypress Investor. Advent International, L.P. ("Advent") is the managing member of Cypress GP. Advent International GP, LLC ("Advent GP LLC") is the general partner of Advent. Cypress Investor is beneficially owned by Advent International GPE VIII Limited Partnership ("Advent International VIII"), Advent International GPE VIII-A Limited Partnership ("Advent International VIII-A"), Advent International GPE VIII-B-1 Limited Partnership ("Advent International VIII-B-1"), Advent International GPE VIII-B-2 Limited Partnership ("Advent International VIII-B-2"), Advent International GPE VIII-B-3 Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International GPE VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International GPE VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International VIII-B Limited Partnership ("Advent International VIII-B-3"), Advent International VIII-B Limited Partnership ("Adve International VIII-B"), Advent International GPE VIII-D Limited Partnership ("Advent International VIII-D"), Advent International GPE VIII-E Limited Partnership ("Advent International VIII-E"), Advent International GPE VIII-F Limited Partnership ("Advent International VIII-F"), Advent International GPE VIII-G Limited Partnership ("Advent International VIII-G"), Advent International GPE VIII-H Limited Partnership ("Advent International VIII-H"), Advent International GPE VIII-I Limited Partnership ("Advent International VIII-I"), Advent International GPE VIII-J Limited Partnership ("Advent International VIII-J" and together with Advent International VIII, Advent International VIII-B-1, Advent International VIII-B-2, Advent International VIII-B-3, Advent International VIII-B, Advent International VIII-D, Advent International VIII-F, Advent International VIII-H and Advent International VIII-I, the "Advent Luxembourg Funds"), Advent International GPE VIII-K Limited Partnership ("Advent International VIII-K"), Advent International GPE VIII-L Limited Partnership ("Advent International VIII-L" and together with Advent International VIII-A, Advent International VIII-E, Advent International VIII-G and Advent International VIII-K, the "Advent Cayman Funds"), Advent Partners GPE VIII Limited Partnership ("Advent Partners VIII"), Advent Partners GPE VIII-A Limited Partnership ("Advent Partners VIII-A"), Advent Partners GPE VIII Cayman Limited Partnership ("Advent Partners VIII Cayman"), Advent Partners GPE VIII-A Cayman Limited Partnership ("Advent Partners VIII-A Cayman") and Advent Partners GPE VIII-B Cayman Limited Partnership ("Advent Partners VIII-B Cayman" and together with Advent Partners VIII, Advent Partners VIII-A, Advent Partners VIII Cayman and Advent Partners VIII-A Cayman, the "Advent Partners Funds"). The Advent Luxembourg Funds, the Advent Cayman Funds and the Advent Partners Funds have ownership interests in Cypress Investor, but none of the Advent Luxembourg Funds, the Advent Cayman Funds or the Advent Partners Funds has voting or dispositive power over any shares.
- (3) Represents securities held directly by Advent International GPE VIII-C Limited Partnership ("Advent International VIII-C"). GPE VIII GP S.a.r.I ("Advent GP Luxembourg") is the general partner of Advent International VIII-C. Advent International GPE VIII, LLC ("Advent VIII GP") is the manager of Advent GP Luxembourg. Advent is the manager of Advent VIII GP.
- (4) Represents securities held directly by GPE VIII CCC Co-Investment (Delaware) Limited Partnership ("GPE VIII CCC Co-Investment"). GPE VIII GP Limited Partnership ("Advent GP Cayman") is the general partner of GPE VIII CCC Co-Investment. Advent VIII GP is the general partner of Advent GP Cayman.
- (5) Each Reporting Person disclaims Section 16 beneficial ownership of the shares reported herein except to the extent of its pecuniary interest therein, if any, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of any of the reported shares for purposes of Section 16 or any other purpose.

Joint Filer Information

Name of Joint Filer: Address of Joint Filer:

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

CYPRESS INVESTOR HOLDINGS, L.P. By: Cypress Investment GP, LLC, its General Partner By: Advent International, L.P., its Managing Member By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford

Name: Neil Crawford Title: Vice President of Finance

January 10, 2024 Date Cypress Investor Holdings, L.P. c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

CYPRESS INVESTMENT GP, LLC By: Advent International, L.P., its Managing Member By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford Name: Neil Crawford Title: Vice President of Finance

<u>January 10, 2024</u> Date Joint Filer Information

Cypress Investment GP, LLC c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

ADVENT INTERNATIONAL GPE VIII-C LIMITED PARTNERSHIP By: GPE VIII GP S.à r.l., its General Partner By: Advent International GPE VIII, LLC, its Manager By: Advent International, L.P., its Manager By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford Name: Neil Crawford

Title: Vice President of Finance

January 10, 2024 Date Joint Filer Information

Advent International GPE VIII-C Limited Partnership c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

January 8, 2024 Advent International, L.P.

/s/ Justin Nuccio Justin Nuccio, Manager

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

GPE VIII GP S.à r.l. By: Advent International GPE VIII, LLC, its Manager By: Advent International, L.P., its Manager By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford Name: Neil Crawford Title: Vice President of Finance

<u>January 10, 2024</u> Date Joint Filer Information

GPE VIII GP S.à r.l. c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

January 8, 2024 Advent International, L.P.

/s/ Justin Nuccio Justin Nuccio, Manager

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

GPE VIII CCC CO-INVESTMENT (DELAWARE) LIMITED PARTNERSHIP By: GPE VIII GP Limited Partnership, its General Partner By: Advent International GPE VIII, LLC, its General Partner By: Advent International, L.P., its Manager By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford

Name: Neil Crawford Title: Vice President of Finance

January 10, 2024 Date Joint Filer Information

GPE VIII CCC Co-Investment (Delaware) Limited Partnership c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

GPE VIII GP LIMITED PARTNERSHIP By: Advent International GPE VIII, LLC, its General Partner By: Advent International, L.P., its Manager By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford Name: Neil Crawford Title: Vice President of Finance

January 10, 2024 Date Joint Filer Information

GPE VIII GP Limited Partnership c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

Joint Filer Information

Name of Joint Filer: Address of Joint Filer:

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

ADVENT INTERNATIONAL GPE VIII, LLC By: Advent International, L.P., its Manager By: Advent International GP, LLC, its General Partner

By: /s/ Neil Crawford Name: Neil Crawford Title: Vice President of Finance

<u>January 10, 2024</u> Date Advent International GPE VIII, LLC c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]

Relationship of Joint Filer to Issuer: Issuer Name and Ticker or Trading Symbol:

Date of Earliest Transaction (Month/Day/Year): Designated Filer:

Signature:

ADVENT INTERNATIONAL GP, LLC

By: /s/ Neil Crawford Name: Neil Crawford Title: Vice President of Finance

January 10, 2024 Date Joint Filer Information

Advent International GP, LLC c/o Advent International, L.P. Prudential Tower, 800 Boylston Street, Suite 3300 Boston, MA 02199-8069 10% Owner, Director CCC Intelligent Solutions Holdings, Inc. [CCCS]