

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden 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

1. Name and Address of Reporting Person* <u>THOMAS H. LEE ADVISORS, LLC</u>  (Last) (First) (Middle) C/O THOMAS H. LEE PARTNERS, L.P. 100 FEDERAL STREET, 35TH FLOOR  (Street) BOSTON MA 02110  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/01/2020	3. Issuer Name and Ticker or Trading Symbol <u>Dun &amp; Bradstreet Holdings, Inc.</u> [ DNB ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - 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 (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	103,819,610 <sup>(4)</sup>	I	See footnotes <sup>(1)(2)(3)</sup>
Common Stock	0 <sup>(5)</sup>	D <sup>(1)(2)(3)</sup>	
Common Stock	0 <sup>(6)</sup>	D <sup>(1)(2)(3)</sup>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

1. Name and Address of Reporting Person\*  
THOMAS H. LEE ADVISORS, LLC  
  
 (Last) (First) (Middle)  
 C/O THOMAS H. LEE PARTNERS, L.P.  
 100 FEDERAL STREET, 35TH FLOOR  
  
 (Street)  
 BOSTON MA 02110  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Thomas H. Lee Equity Fund VIII, L.P.  
  
 (Last) (First) (Middle)  
 C/O THOMAS H. LEE PARTNERS, L.P.  
 100 FEDERAL STREET, 35TH FLOOR  
  
 (Street)  
 BOSTON MA 02110  
  
 (City) (State) (Zip)

(Street)  
BOSTON MA 02110

---

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[Thomas H. Lee Parallel Fund VIII, L.P.](#)

---

(Last) (First) (Middle)  
C/O THOMAS H. LEE PARTNERS, L.P.  
100 FEDERAL STREET, 35TH FLOOR

---

(Street)  
BOSTON MA 02110

---

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[THL FUND VIII COINVESTMENT PARTNERS, L.P.](#)

---

(Last) (First) (Middle)  
C/O THOMAS H. LEE PARTNERS, L.P.  
100 FEDERAL STREET, 35TH FLOOR

---

(Street)  
BOSTON MA 02110

---

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[THL Executive Fund VIII, L.P.](#)

---

(Last) (First) (Middle)  
C/O THOMAS H. LEE PARTNERS, L.P.  
100 FEDERAL STREET, 35TH FLOOR

---

(Street)  
BOSTON MA 02110

---

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[THL Equity Fund VIII Investors \(D&B\), L.P.](#)

---

(Last) (First) (Middle)  
C/O THOMAS H. LEE PARTNERS, L.P.  
100 FEDERAL STREET, 35TH FLOOR

---

(Street)  
BOSTON MA 02110

---

(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).
6. See Exhibit 99.1 for text of footnote (6).

**Remarks:**

Exhibit 99.1 and Exhibit 99.2 (Joint Filer Information) are incorporated herein by reference. This Form 3 is the first of two Form 3s filed relating to the same event. The Form 3 has been split into two filings because there are more than 10 Reporting Persons in total, and the SEC's EDGAR filing system limits a single Form 3 to a maximum of 10 Reporting

THOMAS H. LEE  
ADVISORS, LLC By:  
THL Holdco, LLC, its  
Managing Member /s/  
Mark A. Garcia Name:  
Mark A. Garcia Title:  
Chief Financial Officer,  
Funds

07/01/2020

\*\* 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 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.**

Name and Address of Reporting Person: Thomas H. Lee Advisors, LLC  
 c/o Thomas H. Lee Partners, L.P.  
 100 Federal Street, 35th Floor  
 Boston, MA 02110

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring  
 Statement (Month/Day/Year): July 1, 2020

Footnotes to Form 3

- (1) This report is filed by the following Reporting Persons: Thomas H. Lee Advisors, LLC (“THL Advisors”), Thomas H. Lee Equity Fund VIII, L.P. (“THL Equity VIII”), Thomas H. Lee Parallel Fund VIII, L.P. (“Parallel Fund VIII”), THL Fund VIII Coinvestment Partners, L.P. (“Coinvestment VIII”), THL Executive Fund VIII, L.P. (“Executive Fund VIII”), THL Equity Fund VIII Investors (D&B), L.P. (“Equity Fund VIII (D&B)”), THL Equity Advisors VIII, LLC (“Equity Advisors”), Thomas H. Lee Partners, L.P. (“THL Partners”), THL Holdco, LLC (“THL Holdco”), and THL Managers VIII, LLC (“THL Managers VIII”) (collectively with their affiliates, the “THL Funds”); Thomas M. Hagerty; and Gnaneshwar B. Rao. This Form 3 is in two parts and is jointly filed with the Reporting Persons in both parts. See Remarks.
- (2) THL Holdco is the managing member of THL Advisors, which is in turn the general partner of THL Partners, which in turn is the general partner of Coinvestment VIII, the managing member of THL Manager VIII and is the sole member of Equity Advisors, which in turn is the general partner of the THL Equity VIII, Parallel Fund VIII, Executive Fund VIII and Equity Fund VIII (D&B). Each of Mr. Hagerty and Mr. Rao is a Managing Director of THL Partners. Solely for purposes of Section 16 of the Securities Exchange Act of 1934, the THL Funds may be deemed directors by deputization.
- (3) Each of the Reporting Persons disclaims beneficial ownership of the securities listed in this report, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for the purpose of Section 16 or for any other purpose, except to the extent of such Reporting Person’s pecuniary interest therein.
- (4) Represents shares held directly by the following entities: 11,103,957 shares by THL Equity VIII; 20,218,862 shares by Parallel Fund VIII; 1,319,626 shares by Coinvestment VIII; 847,751 shares by Executive Fund VIII; and 70,329,414 shares by Equity Fund VIII (D&B).
- (5) No securities are beneficially owned by Mr. Hagerty.
- (6) No securities are beneficially owned by Mr. Rao.

Joint Filer Information

Name of Joint Filer: Thomas H. Lee Equity Fund VIII, L.P.

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

## Signature:

THOMAS H. LEE EQUITY FUND VIII, L.P.  
By: THL Equity Advisors VIII, LLC, its General Partner  
By: Thomas H. Lee Partners, L.P., its Sole Member  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: Thomas H. Lee Parallel Fund VIII, L.P.

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

THOMAS H. LEE PARALLEL FUND VIII, L.P.  
By: THL Equity Advisors VIII, LLC, its General Partner  
By: Thomas H. Lee Partners, L.P., its Sole Member  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Fund VIII Coinvestment Partners, L.P.

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

THL FUND VIII COINVESTMENT PARTNERS, L.P.

By: Thomas H. Lee Partners, L.P., its General Partner

By: Thomas H. Lee Advisors, LLC, its General Partner

By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia

Name: Mark A. Garcia

Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Executive Fund VIII, L.P.

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

THL EXECUTIVE FUND VIII, L.P.  
By: THL Equity Advisors VIII, LLC, its General Partner  
By: Thomas H. Lee Partners, L.P., its Sole Member  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Equity Fund VIII Investors (D&B), L.P.

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

THL EQUITY FUND VIII INVESTORS (D&B), L.P.  
By: THL Equity Advisors VIII, LLC, its General Partner  
By: Thomas H. Lee Partners, L.P., its Sole Member  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Equity Advisors VIII, LLC

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

**Signature:**

THL EQUITY ADVISORS VIII, LLC  
By: Thomas H. Lee Partners, L.P., its Sole Member  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
\_\_\_\_\_  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: Thomas H. Lee Partners, L.P.

Address of Joint Filer: 100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Earliest Transaction Required to be Reported: July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

**Signature:**

THOMAS H. LEE PARTNERS, L.P.  
By: Thomas H. Lee Advisors, LLC, its General Partner  
By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Managers VIII, LLC

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Earliest Transaction Required to be Reported: July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

**Signature:**

THL MANAGERS VIII, LLC

By: Thomas H. Lee Partners, L.P., its [Sole] [Managing] Member

By: Thomas H. Lee Advisors, LLC, its General Partner

By: THL Holdco, LLC, its Managing Member

By: /s/ Mark A. Garcia

Name: Mark A. Garcia

Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: THL Holdco, LLC

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: 10% Owner  
Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Earliest Transaction Required to be Reported: July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

**Signature:**

THL HOLDCO, LLC

By: /s/ Mark A. Garcia  
Name: Mark A. Garcia  
Title: Chief Financial Officer, Funds

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: Thomas M. Hagerty

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

/s/ Thomas M. Hagerty  
Thomas M. Hagerty

Dated: July 1, 2020

Joint Filer Information

(continued)

Name of Joint Filer: Gnaneshwar B. Rao

Address of Joint Filer: c/o Thomas H. Lee Partners, L.P.  
100 Federal Street, 35th Floor  
Boston, MA 02110

Relationship of Joint Filer to Issuer: Director

Issuer Name and Ticker or Trading Symbol: Dun & Bradstreet Holdings, Inc. [DNB]

Date of Event Requiring Statement  
(Month/Day/Year): Dated: July 1, 2020

Designated Filer: Thomas H. Lee Advisors, LLC

Signature:

/s/ Gnaneshwar B. Rao  
Gnaneshwar B. Rao

Dated: July 1, 2020