SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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	07475
Check this box if no longer subject	STATE
to Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(h)	

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

1. Name and Address of Reporting Person [*] Tandon Kalyani		erson*	2. Issuer Name and Ticker or Trading Symbol Intapp, Inc. [INTA]		tionship of Reporting Pers all applicable) Director	10% Owner				
(Last) C/O INTAPP, II	(First) NC.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/18/2023	X	Officer (give title below) Chief Accountin	Other (specify below) g Officer				
3101 PARK BLVD			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Filing (Check Applicable					
(Street)				X	Form filed by One Repo	orting Person				
PALO ALTO	CA	94306			Form filed by More than Person	n One Reporting				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication							
				eck this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to sfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						

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)		Transaction Code (Instr. Disposed Of (D) (Instr. 3, 4 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) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(1130. 4)	(Instr. 4)
Common Stock	05/31/2023		A	v	659	A	\$19.3205 ⁽¹⁾	18,935	D	
Common Stock	08/18/2023		A		6,750	A	\$0 ⁽²⁾	25,685	D	
Common Stock	08/21/2023		S ⁽³⁾		406	D	\$34.8931(4)	25,279	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(orgi, paro, sailo, maranto, spilono, conversion socialities)														
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)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr						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				

Explanation of Responses:

1. Shares purchased pursuant to the Intapp, Inc. 2021 Employee Stock Purchase Plan ("ESPP"), for the ESPP purchase period of December 1, 2022, through May 31, 2023. In accordance with the ESPP, these shares were purchased in a transaction exempt under Rule 16b-3(c) at a price equal to 85% of the closing price of Intapp, Inc. (the "Issuer") common stock on December 16, 2021.

2. The shares of Intapp, Inc.'s (the "Issuer") common stock reported in this Form 4 represent shares earned, as certified by the audit committee of the board of directors of the Issuer on August 18, 2023, based on the level of achievement of the applicable performance conditions over the applicable performance period, in respect of performance share units granted pursuant to the Intapp, Inc. 2021 Omnibus Incentive Plan. The earned shares of Issuer common stock reported in this Form 4 are subject to service-based vesting requirements that lapsed on August 20, 2023.

3. Shares of the Issuer's common stock sold for tax liability incurred upon the vesting of performance share units granted pursuant to the Intapp, Inc. 2021 Omnibus Incentive Plan. Shares were sold pursuant to a 10b5-1 plan put in place by the Company on June 15, 2023.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.59 to \$35.275, inclusive. The reporting person undertakes to provide to Intapp, Inc., any security holder of Intapp, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (4).

<u>/s/ Brian Grube, Attorney-in-</u> Fact

08/22/2023

** 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.