

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>Naude Pierre</u>  (Last) (First) (Middle) 6770 PARKER FARM DRIVE, SUITE 200  (Street) WILMINGTON NC 28405  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NCINO, INC.</u> [ <u>NCNO</u> ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  President & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 04/15/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Common Stock	04/15/2021		M		689,760	A	\$4.98	1,308,327	D	
Common Stock	04/15/2021		s <sup>(1)</sup>		97,667	D	\$65.8238 <sup>(2)</sup>	1,210,660	D	
Common Stock	04/15/2021		s <sup>(1)</sup>		45,057	D	\$67.0187 <sup>(3)</sup>	1,165,603	D	
Common Stock	04/15/2021		s <sup>(1)</sup>		64,657	D	\$68.2393 <sup>(4)</sup>	1,100,946	D	
Common Stock	04/15/2021		s <sup>(1)</sup>		124,341	D	\$69.1745 <sup>(5)</sup>	976,605	D	
Common Stock	04/15/2021		s <sup>(1)</sup>		4,028	D	\$69.7186 <sup>(6)</sup>	972,577	D	
Common Stock	04/16/2021		M		60,240	A	\$4.98	1,032,817	D	
Common Stock	04/16/2021		s <sup>(1)</sup>		4,282	D	\$69.51	1,028,535	D	
Common Stock	04/19/2021		s <sup>(1)</sup>		8,903	D	\$68.1425 <sup>(7)</sup>	1,019,632	D	
Common Stock	04/19/2021		s <sup>(1)</sup>		2,270	D	\$68.9415 <sup>(8)</sup>	1,017,362	D	

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				
Stock Option (Right to Buy)	\$4.98	04/15/2021		M		689,760	(9)	02/01/2027	02/01/2027	Common Stock	689,760	\$0	0	D	
Stock Option (Right to Buy)	\$4.98	04/16/2021		M		60,240	(9)	02/01/2027	02/01/2027	Common Stock	60,240	\$0	0	D	

Explanation of Responses:

- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$65.60 to \$66.58, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (2).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$66.60 to \$67.58, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (3).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$67.60 to \$68.592, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (4).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$68.60 to \$69.59, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (5).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$69.60 to \$69.855, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (6).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$67.70 to \$68.63, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (7).
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$68.71 to \$69.33, inclusive. The reporting person undertakes to provide to nCino, Inc., any security holder of nCino, 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 footnote (8).
- This option vests in four equal annual installments starting on February 1, 2018, subject to the reporting person's continued employment through the applicable vesting date. This option fully vests and becomes exercisable upon a change in control of the Issuer.

/s/ Jeanette Sellers, Attorney-in- 04/19/2021  
Fact for Pierre Naude

\*\* 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.

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