

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>VEP Group, LLC</u> <hr/> (Last) (First) (Middle) <u>C/O VISTA EQUITY PARTNERS</u> <u>4 EMBARCADERO CENTER, 20TH FLOOR</u> <hr/> (Street) <u>SAN FRANCISCO CA 94111</u> <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Jamf Holding Corp. [JAMF]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/09/2021</u> | |
| 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, \$0.001 par value | 06/09/2021 | | G ⁽¹⁾⁽²⁾ | | 160,000 ⁽¹⁾ | D | \$0.00 | 72,685,508 ⁽³⁾⁽⁴⁾ | I | See Footnotes ⁽³⁾⁽⁴⁾ |

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) |
|--|--|--------------------------------------|--|--------------------------------|--|--|-----------------|---|--|--|---|--|
| | | | | | | Date Exercisable | Expiration Date | | | | | |

1. Name and Address of Reporting Person*
VEP Group, LLC

 (Last) (First) (Middle)
C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

 (Street)
SAN FRANCISCO CA 94111

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Vista Equity Partners Fund VI, L.P.

 (Last) (First) (Middle)
C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

 (Street)
SAN FRANCISCO CA 94111

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Vista Equity Partners Fund VI-A, L.P.

 (Last) (First) (Middle)
C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

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(Street)

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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[VEPF VI EAF, L.P.](#)

(Last) (First) (Middle)

C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

(Street)

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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[VEPF VI GP, Ltd.](#)

(Last) (First) (Middle)

C/O VISTA EQUITY PARTNERS
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[Vista Equity Partners Fund VI GP, L.P.](#)

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(Street)

SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Vista Co-Invest Fund 2017-1, L.P.](#)

(Last) (First) (Middle)

C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

(Street)

SAN FRANCISCO CA 94111

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[VISTA CO INVEST FUND 2017 1 GP, L.P.](#)

(Last) (First) (Middle)

C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

(Street)

SAN FRANCISCO CA 94111

FRANCISCO

(City) (State) (Zip)

1. Name and Address of Reporting Person*

VISTA CO INVEST FUND 2017 1 GP, LTD.

(Last) (First) (Middle)

C/O VISTA EQUITY PARTNERS
4 EMBARCADERO CENTER, 20TH FLOOR

(Street)

SAN FRANCISCO CA 94111

(City) (State) (Zip)

Explanation of Responses:

- On June 9, 2021, Vista Equity Partners Fund VI, L.P. ("VEPF VI") made a distribution-in-kind of 160,000 shares to Vista Equity Partners Fund VI GP, L.P. ("Fund VI GP") and Fund VI GP made a distribution-in-kind of 160,000 shares to Robert F. Smith, as a limited partner of Fund VI GP.
- Represents a charitable contribution of the 160,000 shares held by Robert F. Smith following the distribution-in-kind described in footnote (1).
- Represents (a) 38,885,866 shares held directly by VEPF VI, (b) 23,587,729 shares held directly by Vista Equity Partners Fund VI-A, L.P. ("VEPF VI-A"), (c) 475,138 shares held directly by VEPF VI FAF, L.P. ("FAF"), (d) 7,212,426 shares held directly by Vista Co-Invest Fund 2017-1, L.P. ("Vista Co-Invest") and (e) 2,524,349 shares held directly by VEPF VI Co-Invest 1, L.P. ("VEPF Co-Invest," and collectively with VEPF VI, VEPF VI-A, FAF and Vista Co-Invest, the "Vista Funds"). Fund VI GP is the sole general partner of each of VEPF VI, VEPF VI-A and VEPF FAF. Fund VI GP's sole general partner is VEPF VI GP, Ltd. ("Fund VI UGP"). Vista Co-Invest Fund 2017-1 GP, L.P. ("Vista Co-Invest GP") is the sole general partner of Vista Co-Invest. Vista Co-Invest GP's sole general partner is Vista Co-Invest Fund 2017-1 GP, Ltd. ("Vista Co-Invest UGP"). VEPF VI Co-Invest 1 GP, L.P. ("VEPF Co-Invest GP") is the sole general partner of VEPF Co-Invest.
- VEPF Co-Invest GP's sole general partner is VEPF VI Co-Invest 1 GP, Ltd. ("VEPF Co-Invest UGP"). Robert F. Smith is the Sole Director and one of the 11 members of each of Fund VI UGP, Vista Co-Invest UGP and VEPF Co-Invest UGP. VEPF Management, L.P. (the "Management Company"), is the sole management company of each of the Vista Funds. The Management Company's sole general partner is VEP Group, LLC ("VEP Group"). Robert F. Smith is the sole Managing Member of VEP Group. Consequently, Mr. Smith, Fund VI GP, Fund VI UGP, the Management Company and VEP Group may be deemed the beneficial owners of the shares held by the Vista Funds. Each of the Vista Funds, Fund VI GP, Fund VI UGP, Vista Co-Invest UGP, VEPF Co-Invest UGP, the Management Company, VEP Group and Mr. Smith expressly disclaim beneficial ownership of any shares not held directly, except to the extent of its or his pecuniary interest.

Remarks:

This report is filed as form 1 of 2 to report related transactions for the following filers: Vista Equity Partners Fund VI, L.P., Vista Equity Partners Fund VI-A, L.P., VEPF VI FAF, L.P., VEPF VI GP, Ltd., Vista Equity Partners VI GP, L.P., Vista Co-Invest Fund 2017-1, L.P., Vista Co-Invest Fund 2017-1 GP, L.P., Vista Co-Invest Fund 2017-1 GP, Ltd., VEPF VI Co-Invest 1, L.P., VEPF VI Co-Invest 1 GP, L.P., VEPF VI Co-Invest 1 GP, Ltd., VEPF Management, L.P., VEP Group, LLC and Robert F. Smith.

/s/ Jeff Lendino, as attorney-
in-fact for Vista Equity 06/11/2021
Partners Fund VI, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for Vista Equity 06/11/2021
Partners Fund VI-A, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for VEPF VI FAF, L.P. 06/11/2021

/s/ Jeff Lendino, as attorney-
in-fact for Vista Co-Invest 06/11/2021
Fund 2017-1, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for VEPF VI GP, Ltd. 06/11/2021

/s/ Jeff Lendino, as attorney-
in-fact for Vista Equity 06/11/2021
Partners Fund VI GP, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for Vista Co-Invest 06/11/2021
Fund 2017-1 GP, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for Vista Co-Invest 06/11/2021
Fund 2017-1 GP, Ltd.

/s/ Jeff Lendino, as attorney-
in-fact for VEPF VI Co-Invest 06/11/2021
1, L.P.

/s/ Jeff Lendino, as attorney-
in-fact for VEP Group, LLC 06/11/2021

** 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.