

Unusual Performance Award: Just Ahead of Earnings Release, CFO, COO, General Counsel Awarded Shares That Vest at Prices Up to \$17.00

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InsiderScore Takeaway

With earnings set to be reported on June 6, three top executives of the AI and business analytics company were awarded unexpected stock awards on May 31, just outside the four business day window that would have triggered additional disclosure according to [new SEC rules](#). The awards are also unusual in comparison to [a similar award](#) that was granted to then incoming CEO Michael Walrath. Walrath's March 2022 award vests when the stock tops prices of \$15.00, \$17.00, \$19.00 and \$21.00. These new awards, meanwhile, have vesting targets of just \$15.00 and \$17.00. While YEXT did not provide any detailed reasoning behind the award, we do think it is reasonable to assume the company made an intentional decision to get these awards handed out prior to the upcoming earnings release. In addition, the less ambitious targets on the new awards stand out given that Walrath's award was granted when the stock traded at \$5.92 and these new awards were granted with shares trading at \$9.19. Finally we note that CFO Darryl Bond was the only executive to also receive a non-performance award with a time-based vesting.

Insider (Position)	Category	Unusual Event	Shares/Options	Price	Est. Value	Price Chg since grant	Grant/Award Date	Date Filed
Darryl Bond (CFO)	Restricted Stock		55,000	\$9.19	\$505,450	-5.0%	May-31-23	Jun-01-23
Each restricted stock unit represents a contingent right to receive one share of the Company's common stock. One-sixteenth of shares subject to award will vest on September 20, 2023 and quarterly thereafter on each December 20, March 20, June 20 and September 20, subject to the reporting person's continued service on each such date, until the award is fully vested on June 20, 2027.								
Darryl Bond (CFO)	Restricted Stock (Performance)		35,000	\$9.19	\$321,650	-5.0%	May-31-23	Jun-01-23
Each performance-based restricted stock unit, or PSU, represents a contingent right to receive one share of the Company's common stock. The shares subject to the PSUs will be eligible to vest following the award's grant date based on the Company's average stock price trading at each of the following milestones: \$15 and \$17 per share. Once a price threshold is achieved, the portion of the award related to that threshold will vest as to 50% on September 20, 2023, as to 25% on December 20, 2023 and as to 25% on March 20, 2024, subject to the reporting person's continued service on such date.								
Ho Shin (General Counsel)	Restricted Stock (Performance)		35,000	\$9.19	\$321,650	-5.0%	May-31-23	Jun-01-23
Marc Ferrentino (President and COO)	Restricted Stock (Performance)		35,000	\$9.19	\$321,650	-5.0%	May-31-23	Jun-01-23
Michael Walrath (Incoming CEO)	Restricted Stock (Performance)		2,000,000	\$5.92	\$11,840,000	+47.5%	Mar-08-22	Mar-09-22
Each performance-based restricted stock unit, or PSU, represents a contingent right to receive one share of the Company's common stock. The shares subject to the PSUs will be eligible to vest following the award's grant date based on the Company's average stock price trading at each of the following milestones: \$15, \$17, \$19 and \$21 per share. Once a price threshold is achieved, the portion of the award related to that threshold will vest as to 1/16 quarterly on each June 20, September 20, December 20 and March 20 following March 20, 2022, subject to the executive's continued service on such date.								

