

| 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).

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|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Heppenstall Richard</u> _____ (Last) (First) (Middle) <u>10225 WESTMOOR DRIVE</u> _____ (Street) <u>WESTMINSTER CO 80021</u> _____ (City) (State) (Zip) | | 2. Issuer Name and Ticker or Trading Symbol <u>ZimVie Inc. [ZIMV]</u> | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ See Remarks | |
| | | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2022</u> | | | |
| | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/01/2022 | | A ⁽¹⁾ | | 17,366 | A | (2) | 17,366 | 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 |
| Stock Option (right to buy) | \$29.26 | 03/01/2022 ⁽¹⁾ | | A | | 65,655 ⁽³⁾ | | (4) | 10/01/2031 | Common Stock | 65,655 | (3) | 65,655 | D | |

Explanation of Responses:

- On March 1, 2022, Zimmer Biomet Holdings, Inc. ("Zimmer Biomet") completed a pro rata spinoff distribution (the "Distribution") of shares of ZimVie Inc. ("ZimVie") common stock, par value \$ 0.01 per share ("ZimVie Common Stock") to the holders of record of Zimmer Biomet common stock, par value \$ 0.01 per share ("Zimmer Biomet Common Stock") on February 15, 2022. In connection with the Distribution, pursuant to the terms of the Employee Matters Agreement, dated as of March 1, 2022, between Zimmer Biomet and ZimVie (the "EMA"), all outstanding equity awards with respect to Zimmer Biomet Common Stock held by the Reporting Person were equitably adjusted and converted into equity awards with respect to ZimVie Common Stock, with such equitable adjustments determined based on (i) the volume weighted average trading price of Zimmer Biomet Common Stock on February 28, 2022 and (ii) the volume weighted average trading price of ZimVie common stock on March 1 through March 3, 2022.
- Represents the grant of restricted stock units with respect to ZimVie Common Stock ("ZimVie RSUs") upon the conversion of restricted stock units with respect to Zimmer Biomet Common Stock held by the Reporting Person as of March 1, 2022 in accordance with the terms of the EMA. The ZimVie RSUs vest ratably in four annual installments on the first four anniversaries of the grant date, October 1, 2021.
- Represents the grant of stock options to purchase ZimVie Common Stock upon the conversion of stock options to purchase Zimmer Biomet Common Stock in accordance with the terms of the EMA.
- This option vests ratably in four annual installments on the first four anniversaries of the grant date, October 1, 2021.

Remarks:

Executive Vice President, Chief Financial Officer and Treasurer

/s/ Heather Kidwell, Attorney-in-Fact for Richard Heppenstall 03/07/2022

** 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.