FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response       | . 0.5     |  |  |  |  |  |  |  |  |

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* SCHWAB JOHN R   |  |  |   |    |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Vertex, Inc. [VERX]  |   |              |  |   |                    |   |  | Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director                 |  |  |   |                                       |  |
|--|--|--|---|----|---|---|---|--------------|--|---|--------------------|---|--|---|--|--|---|---------------------------------------|--|
| (Last)   | (FI  | ,  | (Middle)  |    | 3. Date of Earliest Transaction (Month/Day/Year) 12/18/2023 |   |   |              |  |   |                    |   | X Officer (give title Other (specify below)  CHIEF FINANCIAL OFFICER |   |  |  |   |                                       |  |
| 2301 RENAISSANCE BLVD  |  |  |   |    | 4.  | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |              |  |   |                    |   | Line   | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person |  |  |   |                                       |  |
| (Street) KING O  | D/   | Λ  | 19406   |    |   |   | 101   | <b>-</b> 4() | · <del>-</del>   |   |                    |   |  |   | led by More  | •  | orting Person   | I                                     |  |
| (City)   | (S   | tate)                                      | (Zip)   |    |   | Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |   |              |  |   |                    |   |  |   |  | to   |   |                                       |  |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |    |   |   |   |              |  |   |                    |   |  |   |  |  |   |                                       |  |
| 1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y  |  |  |   |    | Execution Date,   |   | 3.<br>Transaction<br>Code (Instr.<br>8)  4. Securities Acquirities Acquirit |              |  | Acquired (A) or<br>D) (Instr. 3, 4 and 5) |                    | Securition Benefici   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following        |   | n: Direct<br>r Indirect<br>nstr. 4)  | 7. Nature of Indirect Beneficial Ownership |   |                                       |  |
|  |  |  |   |    |   |   |   | Code         | v  | Amount                                    | (A) or<br>(D)      | Price   | Reporte<br>Transac<br>(Instr. 3                                      | tion(s)   |  |  | (Instr. 4)  |                                       |  |
| Class A Common Stock 12/18/202   |  |  |   |    | 2023  | 23  |   | M            |  | 25,000                                    | A                  | \$4.7   | 48,316   |   |  | D  |   |                                       |  |
| Class A Common Stock 12/18/20  |  |  | 2023  | 23 |   | <b>S</b> <sup>(1)</sup>   |   | 25,000       | D  | \$26.5545                                 | (2) 23             | ,316  |  | D   |  |  |   |                                       |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |  |   |    |   |   |   |              |  |   |                    |   |  |   |  |  |   |                                       |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security            | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |    | 4.<br>Transa<br>Code (<br>8)                                |   |   |              | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |   |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Numbe<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | s<br>Blly                                  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |  |  |   |    | Code  | v   | (A)   | (D)          | Date<br>Exercis  | sable                                     | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares                               |   |  |  |   |                                       |  |
| Stock<br>Option  | \$4.7  | 12/18/2023                                 |   |    | M   |   |   | 25,000       | 02/05/2  | 2022 <sup>(3)</sup>                       | 02/05/2030         | Class A<br>Commo<br>Stock   | n 25,000   | \$0   | 416,47   | 13   | D   |                                       |  |

## **Explanation of Responses:**

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person on September 15, 2023.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$26.165 to \$27.07, inclusive. The Reporting Person undertakes to provide to the Issuer, any securityholder of the Issuer, 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 above.
- 3. This option became exercisable with respect to 50% of the shares on February 5, 2022, and will vest with respect to the remaining shares on February 5, 2025.

/s/ Lisa Coleman, Attorney-in-

**Fact** 

\*\* Signature of Reporting Person

12/20/2023

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.