

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>Tensile Capital Management LP</u> (Last) (First) (Middle) 700 LARKSPUR LANDING CIRCLE, SUITE 255 (Street) LARKSPUR CA 94939 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vertex, Inc. [VERX]</u> 3. Date of Earliest Transaction (Month/Day/Year) 04/19/2023 4. If Amendment, Date of Original Filed (Month/Day/Year)	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) 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
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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.		

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			
Class A common stock	04/19/2023		s		44,313	D	\$22.61 ⁽¹⁾	5,925,945	I	By Tensile Capital Partners Master Fund LP ⁽²⁾⁽³⁾⁽⁴⁾
Class A common stock	04/20/2023		s		54,845	D	\$22.35 ⁽⁵⁾	5,871,100	I	By Tensile Capital Partners Master Fund LP ⁽²⁾⁽³⁾⁽⁴⁾
Class A common stock	04/21/2023		s		4,383	D	\$22.32 ⁽⁶⁾	5,866,717	I	By Tensile Capital Partners Master Fund LP ⁽²⁾⁽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)
				Code	V		(A)	(D)					

Explanation of Responses:

- This transaction was executed in multiple trades at prices ranging from \$22.50 to \$22.66; the price reported above reflects the weighted average sale price. The Reporting Persons (as defined below) undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.
- The shares are held directly by Tensile Capital Partners Master Fund LP. The reporting persons ("Reporting Persons") are Douglas J. Dossey, Arthur C. Young, Tensile Capital Management LP, Tensile Capital Management GP LLC, Tensile Capital GP LLC and Tensile Capital Partners Master Fund LP.
- The general partner and investment adviser of Tensile Capital Partners Master Fund LP are Tensile Capital GP LLC and Tensile Capital Management LP, respectively. The general partner of Tensile Capital Management LP is Tensile Capital Management GP LLC.
- Douglas J. Dossey and Arthur C. Young are the controlling principals of Tensile Capital Management LP, Tensile Capital Management GP LLC, and Tensile Capital GP LLC. Each of the Reporting Persons may be deemed to share beneficial ownership of the shares with Tensile Capital Partners Master Fund LP. Each of the Reporting Persons disclaim beneficial ownership of the shares, except to the extent of such person's pecuniary interest therein, if any. This report shall not be deemed an admission that any of the Reporting Persons is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.
- This transaction was executed in multiple trades at prices ranging from \$22.25 to \$22.48; the price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was

effected.

6. This transaction was executed in multiple trades at prices ranging from \$22.25 to \$22.38; the price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.

Remarks:

[Tensile Capital Partners](#)
[Master Fund LP, by: Tensile](#)
[Capital GP, LLC, its General](#) [04/21/2023](#)
[Partner, /s/ Arthur Young,](#)
[Managing Partner](#)

** 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.