FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL

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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* ROBERTS DAVID MARTIN					2. Issuer Name and Ticker or Trading Symbol VERRA MOBILITY Corp [VRRM]										ck all applic	able)	g Person(s) to Is 10% C			
(Last) 1150 N.	ast) (First) (Middle) 150 N. ALMA SCHOOL ROAD						3. Date of Earliest Transaction (Month/Day/Year) 10/23/2019									below)	er (give title w) President and		Other (specify below)	
(Street) MESA (City)	MESA AZ 85201					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	`			n-Der	ivativ	/e S	curi	ities Ac	·UII	ired C)ier	n hazn	of or B	ene	eficially	Owned				
1. Title of Security (Instr. 3) 2. Trans: Date				nsactio			,	3. Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4			(A) or	5. Amour Securitie Beneficia Owned F	s lly ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
										Code	v	Amount	(A)	or	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)
Class A C	Common Sto	ock		10/	23/20	2019		1	С		296,3	72 .	A	\$0.00	518,693		D			
Class A Common Stock 10/23/					23/20	/2019			F		124,625		D	\$0.00	394	,068		D		
			Table II -					es Acq arrants								Owned				
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/Yea	ate,	Code (Instr.		Derivative		Ex	6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4)		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)					xpiration ate	Title	O N	Amount or Jumber of Shares		Transaction(s (Instr. 4)			
Restricted Stock Units	\$0.00	10/23/2019			С			296,372		(1)		(1)	Class A Commo Stock		296,372	\$0.00	889,1	17	D	

Explanation of Responses:

1. The restricted stock units shall vest in four (4) equal annual installments beginning on October 23, 2019. Vested shares will be delivered to the reporting person on each settlement date.

Remarks:

/s/ David M. Roberts, by Rebecca Collins, as Attorney-

10/25/2019

in-Fact

** 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.