FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
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l	hours per response:	0.5

	Check this box if no longer subject to
\neg	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(h)

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>Kelln Bryan</u>															5. Relationship of Reporting Person(s) to Issuer							
															c all applicable) Director		10% Ov					
(Last) (First) (Middle) 360 N. CRESCENT DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 06/24/2019										Officer (give title below)		Other (s below)	specify			
SOUTH BUILDING																C. Individual or Jaint/Craup Filing (Charl. Applicable						
(Street) BEVERI HILLS	LY C	A	90210	- 4. II	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable ne) X Form filed by One Reporting Person Form filed by More than One Reporting Person								
(City)	(S	tate)	(Zip)																			
		Tab	le I - No	n-Deriv	ative/	Se	curiti	ies Ac	quired	, Dis	posed (of, or Be	enefic	ially	Owned	t						
1. Title of Security (Instr. 3) 2. Trans Date (Month/						ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 5) 3. 4. Securities Acquired Disposed Of (D) (Instr. 5)					Securiti Benefic Owned	neficially ned Following		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) o (D)	r Pri	се	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)						
Class A C	4/2019	2019		М		8,88	4 A	\$0	.00(1)	8,	3,884		D									
		Т	able II -									, or Ben ble sec			wned							
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. Transactio Code (Inst 8)		n of		6. Date Exercisa Expiration Date (Month/Day/Year		Amount of		of s ng e Secur	Di Si (li	. Price of erivative ecurity nstr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership tt (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisa		xpiration ate	Title	Amou or Numb of Share	per								
Restricted Stock Units	\$0.00 ⁽¹⁾	06/24/2019			М			8,884	(2)		(2)	Class A Common Stock	8,88	34	\$0.00	0		D				

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of Verra Mobility Corporation Class A Common Stock.
- 2. On October 23, 2018, the reporting person was granted 8,884 restricted stock units, vesting in full on the earlier of (a) October 23, 2019, or (b) the date immediately prior to the next annual meeting of Verra Mobility Corporation's stockholders occurring after the date of grant (June 25, 2019).

Remarks:

/s/ Bryan Kelln by Rebecca Collins, as Attorney-in-Fact

06/26/2019

** 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.