FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| vvasnington, | D.C. | 20549 |  |
|--------------|------|-------|--|
|              |      |       |  |

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Byrne Patrick J  |  |  |  |             | 2. Issuer Name and Ticker or Trading Symbol VERRA MOBILITY Corp [ VRRM ] |   |   |              |               |                              |      |                  |                             |  |  |                         | ationship of all applications  Directors                          | cable)   | g Pers  | son(s) to Iss<br>10% O   |  |
|--|--|--|--|-------------|--|---|---|--------------|---------------|------------------------------|------|------------------|-----------------------------|--|--|-------------------------|---|--|---|--|--|
| (Last)<br>1150 N.  | •  | irst)<br>HOOL ROAD                         | (Middle)                                       |             | 3. Date of Earliest Transaction (Month/Day/Year) 11/02/2020              |   |   |              |               |                              |      |                  |                             |  |  | Officer<br>below)       | (give title   |  | Other (<br>below)                                   | specify  |  |
| (Street) MESA (City)   | A.   |  | 85201<br>(Zip)                                 |             | 4. If  | f Amei  | ndment,   | Date o       | of Orig       | jinal Fi                     | iled | (Month/D         | ay/Ye                       | ar)  |  | Indiv<br>ne)<br>X       | Form f  | iled by One  | Repo  | g (Check Ap<br>orting Person<br>one Repo                                 | n  |
|  |  | Tab  | le I - Non                                     | -Deriv      | ative  | Sec   | curitie   | s Ac         | quir          | ed, D                        | isp  | osed o           | of, o                       | r Ber  | neficia                                | lly                     | Owned   | ŀ  |   |  |  |
| Da   |  |  | 2. Trans<br>Date<br>(Month/l                   | Day/Year) i |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |   | Code (Instr. |               |                              |      |                  |                             | 4 and Securit<br>Benefic<br>Owned  |  | es<br>ally<br>Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|  |  |  |  |             |  |   |   |              | C             | Code V                       |      | Amount           |                             | (A) or<br>(D)  | Price                                  |                         | Reported Transaction(s) (Instr. 3 and 4)                          |  |   |  | (Instr. 4)   |
| Class A Common Stock   |  |  |  |             |  |   |   |              |               |                              |      |                  |                             |  |  |                         | 0   |  |   | D  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |  |  |             |  |   |   |              |               |                              |      |                  |                             |  |  |                         |   |  |   |  |  |
| Derivative Security (Instr. 3)   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Day | Date,       | 4.<br>Transa<br>Code (<br>8)   |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |              | Expir         | e Exer<br>ation D<br>th/Day/ | ate  | ble and          | Amo<br>Secu<br>Unde<br>Deri | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |  | Do                      | 8. Price of<br>Derivative<br>Security<br>Instr. 5)                | 9. Number<br>derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | ly  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |  |  |             | Code   | v   | (A)   |              | Date<br>Exerc | isable                       |      | kpiration<br>ate | Title                       |  | Amount<br>or<br>Number<br>of<br>Shares |                         |   |  |   |  |  |
| Restricted<br>Stock  | \$0.00 <sup>(1)</sup>                                  | 11/02/2020                                 |  |             | A  |   | 5,469   |              | (             | 2)                           |      | (2)              |                             | ss A   | 5,469                                  |                         | \$0.00  | 5,469  |   | 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. The restricted stock units will vest in full on the earlier of (a) November 2, 2021, or (b) the date immediately prior to the next annual meeting of Verra Mobility Corporation's stockholders occurring after the date of grant.

## Remarks:

/s/ Patrick J. Byrne, by

Rebecca Collins, as Attorney-11/03/2020

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.