

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

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>PLATINUM EQUITY LLC</u>  (Last) (First) (Middle) C/O PLATINUM EQUITY ADVISORS, LLC 360 NORTH CRESCENT DRIVE, SOUTH BUILDING  (Street) BEVERLY HILLS CA 90210  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VERRA MOBILITY Corp [ VRRM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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, par value \$0.0001 per share	05/24/2021		M		17,392 <sup>(8)</sup>	A	\$0.00 <sup>(1)</sup>	24,257,136 <sup>(7)</sup>	I	See footnotes <sup>(4)(5)(6)(11)</sup>	
Class A Common Stock, par value \$0.0001 per share								3,540,344	D <sup>(9)</sup>		

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)	Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.00 <sup>(1)</sup>	05/24/2021		M		17,392 <sup>(10)(8)</sup>		(8)	(8)	Class A Common Stock, par value \$0.0001 per share	\$0.00	0	I	See footnotes <sup>(4)(5)(6)</sup>
Restricted Stock Units	\$0.00 <sup>(1)</sup>	05/25/2021		A		8,690 <sup>(2)</sup>		(3)	(3)	Class A Common Stock, par value \$0.0001 per share	\$0.00	8,690	I	See footnotes <sup>(4)(5)(6)</sup>

1. Name and Address of Reporting Person\*  
PLATINUM EQUITY LLC  
 (Last) (First) (Middle)  
 C/O PLATINUM EQUITY ADVISORS, LLC  
 360 NORTH CRESCENT DRIVE, SOUTH BUILDING  
 (Street)  
 BEVERLY HILLS CA 90210  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Platinum Equity Investment Holdings, LLC  
 (Last) (First) (Middle)  
 C/O PLATINUM EQUITY ADVISORS, LLC  
 360 NORTH CRESCENT DRIVE, SOUTH BUILDING  
 (Street)  
 BEVERLY HILLS CA 90210  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Gores Tom  
 (Last) (First) (Middle)  
 C/O PLATINUM EQUITY ADVISORS, LLC  
 360 NORTH CRESCENT DRIVE, SOUTH BUILDING

(Street)		
BEVERLY HILLS	CA	90210
(City)	(State)	(Zip)

**Explanation of Responses:**

- Each restricted unit represents a contingent right to receive one share of Class A Common Stock of Verra Mobility Corporation (the "Issuer").
- The restricted stock units reported on this row were granted to Jacob Kotzubei as compensation for his service on the Issuer's board of directors and are held by Mr. Kotzubei for the benefit of PE Greenlight Holdings, LLC ("PE Greenlight").
- The restricted stock will vest in full on the earlier of (a) May 25, 2022, or (b) the date immediately prior to the next annual meeting of Issuer's stockholders occurring after the date of grant. Pursuant to a contractual agreement between Mr. Kotzubei and PE Greenlight, the shares of Class A Common Stock issued to Mr. Kotzubei upon settlement of such restricted stock units will be immediately transferred to PE Greenlight in a transaction exempt from Section 16 pursuant to Rule 16a-13 thereunder.
- Platinum Equity Capital Partners IV, L.P. ("PECP IV") holds a majority membership interest in PE Greenlight and may be deemed to beneficially own the Issuer securities beneficially owned by PE Greenlight. Platinum Equity Partners IV, L.P. ("PEP IV LP") is the general partner of PECP IV and may be deemed to beneficially own the Issuer securities beneficially owned by PECP IV. Platinum Equity Partners IV, LLC ("PEP IV LLC") is the general partner of PEP IV LP and may be deemed to beneficially own the Issuer securities beneficially owned by PEP IV LP. Platinum Equity Investment Holdings IV, LLC ("PEIH IV") is the sole member of PEP IV LLC and may be deemed to beneficially own the Issuer securities beneficially owned by PEP IV LLC.
- (Continued from Footnote 4) Platinum Equity Investment Holdings IV Manager, LLC ("PEIH IV Manager") is the sole manager of PEIH IV and may be deemed to beneficially own the Issuer securities beneficially owned by PEIH IV. Platinum Equity InvestCo, L.P. ("PEI LP") owns all of the economic interests in PEIH IV and may be deemed to beneficially own the Issuer securities beneficially owned by PEIH IV. Platinum Equity Investment Holdings IC (Cayman), LLC ("PEIH IC LLC") is the general partner of PEI LP and may be deemed to beneficially own the Issuer securities beneficially owned by PEI LP. Platinum Equity Investment Holdings, LLC ("PEIH LLC") is the sole member of PEIH IC LLC and may be deemed to beneficially own the Issuer securities beneficially owned by PEIH IC LLC. Platinum InvestCo (Cayman), LLC ("PI LLC") holds a controlling interest in PEI LP and may be deemed to beneficially own the Issuer securities beneficially owned by PEI LP.
- Platinum Equity, LLC ("Platinum Equity," and together with PE Greenlight, PECP IV, PEP IV LP, PEP IV LLC, PEIH IV, PEIH IV Manager, PEI LP, PEIH IC LLC, PEIH LLC and PI LLC, the "Platinum Entities") is the sole member of PEIH IV Manager and PEIH LLC and may be deemed to beneficially own the Issuer securities beneficially owned by each of PEIH IV Manager and PEIH LLC. Platinum Equity and Tom Gores, together, hold a controlling interest in PI LLC and may be deemed to beneficially own the Issuer securities beneficially owned by PI LLC. Tom Gores is the Chairman and Chief Executive Officer of Platinum Equity and may be deemed to beneficially own the Issuer securities beneficially owned by Platinum Equity. Mr. Gores disclaims beneficial ownership of all Issuer securities beneficially owned by each of the foregoing entities except to the extent of any pecuniary interest therein.
- 8,696 of such shares of Issuer Class A Common Stock are held by Mr. Kelln and 8,696 are held by Mr. Kotzubei, in each case for the benefit of PE Greenlight. As disclosed in footnote (8) below, immediately following the transactions reported herein, such shares of Class A Common Stock will be transferred to PE Greenlight in a transaction exempt from Section 16 pursuant to Rule 16a-13 thereunder.
- On May 26, 2020, Messrs. Kelln and Kotzubei were each granted restricted stock units, vesting in full on the earlier of (a) May 26, 2021, or (b) the date immediately prior to the next annual meeting of the Issuer's stockholders occurring after the date of grant (May 24, 2021). Pursuant to a contractual agreement between Messrs. Kelln and Kotzubei, on the one hand, and PE Greenlight, on the other hand the shares of Class A Common Stock issued to Messrs. Kelln and Kotzubei upon settlement of such restricted stock units will be immediately transferred to PE Greenlight in a transaction exempt from Section 16 pursuant to Rule 16a-13 thereunder.
- Tom Gores is the Chairman and Chief Executive Officer of Platinum Equity and may be deemed to beneficially own the Issuer securities beneficially owned by Platinum Equity. Mr. Gores disclaims beneficial ownership of all Issuer securities beneficially owned by Platinum Equity except to the extent of any pecuniary interest therein.
- Such securities were granted to Bryan Kelln and Jacob Kotzubei as compensation for their service on the Issuer's board of directors and are held by Messrs. Kelln and Kotzubei for the benefit of PE Greenlight. 8,696 of such restricted stock units were granted to Mr. Kelln, and 8,696 of such restricted stock units were granted to Mr. Kotzubei.
- Except as noted in footnote (7), such shares are held directly by PE Greenlight.

**Remarks:**

PE Greenlight, which is indirectly controlled by Tom Gores as described in footnotes 4-6, is party to an Investor Rights Agreement with the Issuer which gives PE Greenlight the right to nominate up to three directors to the Issuer's board of directors, subject to certain ownership thresholds. Bryan Kelln, Jacob Kotzubei and David Roberts serve on the Issuer's board of directors pursuant to this right. Mr. Kotzubei is a Partner of Platinum Equity. Accordingly, Mr. Kotzubei may be determined to represent the interests of the Platinum Entities and Mr. Gores on the Board of Directors of the Issuer, and accordingly, the Platinum Entities and Mr. Gores may be deemed to be directors for purposes of Section of the Securities Exchange Act of 1934, as amended. 1. Exhibit 99.1 - Signatures Form 2 of 2.

[See Exhibit 99.1 - Signatures](#)      [05/26/2021](#)

\*\* 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.**

PE GREENLIGHT HOLDINGS, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY CAPITAL PARTNERS IV, L.P.

By: Platinum Equity Partners IV, L.P.,

Its: General Partner

By: Platinum Equity Partners IV, LLC,

Its: General Partner

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY PARTNERS IV, L.P.

By: Platinum Equity Partners IV, LLC,

Its: General Partner

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY PARTNERS IV, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY INVESTMENT HOLDINGS IV, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY INVESTMENT HOLDINGS IV MANAGER, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY INVESTCO, L.P.

By: Platinum Equity Investment Holdings IC (Cayman), LLC

Its: General Partner

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY INVESTMENT HOLDINGS IC (CAYMAN), LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM INVESTCO (CAYMAN), LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY INVESTMENT HOLDINGS, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

PLATINUM EQUITY, LLC

By: /s/ Justin Maroldi

-----  
Name: Justin Maroldi

Title: Assistant Secretary

TOM GORES

By: /s/ Mary Ann Sigler

-----  
Name: Mary Ann Sigler

Title: Attorney-in-Fact