SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

											mpany Act								
1. Name and Address of Reporting Person* Byrne Patrick J					2. Issuer Name and Ticker or Trading Symbol VERRA MOBILITY Corp [VRRM]								Relationship leck all appli		ng Pers	son(s) to Iss	uer		
													X Directo	or		10% O	wner		
(Last) (First) (Middle) 1150 N. ALMA SCHOOL ROAD						3. Date of Earliest Transaction (Month/Day/Year) 05/24/2021								Officer below)	(give title		Other (below)	specify	
					4	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street)					1.1		liament	, Dute of	ongina	1 lice	(mona/Da	y, reary	Lin	e)					
MESA	А	Z	85201												,		orting Perso		
														Form f Persor	filed by More than One Rep n		n One Repo	rting	
(City)	(S	tate)	(Zip)																
		Tal	ole I - No	n-Deriv	ativ	e Se	curitie	es Acc	quired,	Dis	posed o	f, or Bei	neficial	ly Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/D					Execution			Transaction Disposed Code (Instr.		ties Acquired (A) d Of (D) (Instr. 3, 4		Benefici Owned F	es ally Following	Form (D) o	n: Direct r Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount (A) c (D)		Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Class A Common Stock 05/24/					/2021				М		5,469	A	\$0.00	¹⁾ 5,469			D		
			Table II -	Deriva	tive	Sec	urities	s Acqu	ired, C	Disp	osed of,	or Bene	ficially	Owned					
				(e.g., p	outs,	call	s, war	rants,	optio	ns, c	convertit	ole secu	rities)						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	Date, T	Transaction Code (Instr.				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title an Amount o Securities Underlyin Derivative (Instr. 3 a	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)				
Restricted Stock	\$0.00 ⁽¹⁾	05/24/2021			м			5,469	(2)		(2)	Class A Common	5,469	\$0.00	0		D		

Explanation of Responses:

\$0.00⁽¹⁾

1. Each restricted stock unit represents a contingent right to receive one share of Verra Mobility Corporation Class A Common Stock.

A

2. On November 2, 2020, the Reporting Person was granted 5,469 restricted stock units, vesting in full on the earlier of (a) November 2, 2021, or (b) the date immediately prior to the next annual meeting of the Issuer's stockholders occurring after the date of grant.

(3)

8,690

3. On May 25, 2021, the Reporting Person was granted 8,690 restricted stock units, vesting in full on the earlier of (a) May 25, 2022, or (b) the date immediately prior to the next annual meeting of the Issuer's stockholders occurring after the date of grant.

Remarks:

Restricted Stock

Units

/s/ Patrick J. Byrne, by Rebecca Collins, as Attorney-in-Fact 05/26/2021

\$0.00

8,690

D

** Signature of Reporting Person Date

8,690

Class A

Commor

Stock

(3)

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).

05/25/2021

** 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.