SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) <u>Repay Holdings Corp</u> [RPAY] Corsair Capital LLC Director Х Х 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) (Middle) below) below) (Last) (First) 08/06/2020 717 FIFTH AVENUE, 24TH FLOOR 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person NEW YORK 10022 NY Form filed by More than One Reporting X Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Indirect Beneficial 1. Title of Security (Instr. 3) 3. Transaction (D) or Indirect (I) (Instr. 4) if any (Month/Day/Year) (Month/Day/Year) Code (Instr. and 5) Beneficially Ownership (Instr. Owned Following 8) 4) Reported (A) or (D) Transaction(s) (Instr. 3 and 4) Code v Amount Price See **A**⁽¹⁾ Class A Common Stock 08/06/2020 13,882 A \$<mark>0</mark> 38,772 I Footnotes⁽²⁾⁽³⁾⁽⁴⁾ Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Number 7. Title and 1. Title of 2 3. Transaction 3A. Deemed 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Date Execution Date Transaction Expiration Date (Month/Day/Year) Amount of Derivative derivative Ownership of Indirect if any Security (Instr. 3) or Exercise Price of Code (Instr. 8) Securities Beneficially Form: (Month/Day/Year) Derivative Securities Security Beneficial Direct (D) (Month/Day/Year) Underlying Securities (Instr. 5) Ownership Acquired (A) or Disposed Derivative Derivative Owned Following or Indirect (I) (Instr. 4) (Instr. 4) Security (Instr. 3 and 4) Security Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares 1. Name and Address of Reporting Person* Corsair Capital LLC (Last) (First) (Middle) 717 FIFTH AVENUE, 24TH FLOOR (Street) 10022 NEW YORK NY (City) (State) (Zip) 1. Name and Address of Reporting Person' CC Payment Holdings, L.L.C. (Last) (First) (Middle) C/O CORSAIR CAPITAL 717 FIFTH AVENUE, 24TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip) 1. Name and Address of Reporting Person' Corsair IV Payment Holdings Partners, L.P. (First) (Middle) (Last) C/O CORSAIR CAPITAL 717 FIFTH AVENUE, 24TH FLOOR

(Street) NEW YORK	NY	10022		
(City)	(State)	(Zip)		
1. Name and Address of Reporting Person [*] Corsair IV Management L.P.				
(Last)	(First)	(Middle)		
C/O CORSAIR (CAPITAL			
717 FIFTH AVE	NUE, 24TH FLC	OOR		
(Street) NEW YORK	NY	10022		
(City)	(State)	(Zip)		
1. Name and Addres <u>Corsair IV Ma</u>				
(Last)	(First)	(Middle)		
C/O CORSAIR O	CAPITAL			
717 FIFTH AVE	NUE, 24TH FLC	OOR		
(Street) NEW YORK	NY	10022		
(City)	(State)	(Zip)		
1. Name and Addres Corsair IV Pa		^{on*} <u>gs Investors, L.P.</u>		
(Last)	(First)	(Middle)		
C/O CORSAIR O	CAPITAL			
717 FIFTH AVE	NUE, 24TH FLC	OOR		
(Street) NEW YORK	NY	10022		
(City)	(State)	(Zip)		

Explanation of Responses:

1. On August 6, 2020, each of Richard E. Thornburgh and Jeremy Schein, directors of the Issuer, were granted as director compensation 6,941 restricted stock units ("RSUs") that vest on the earlier of: (a) the one-year anniversary of the grant date, and (b) the next regularly scheduled annual meeting of the stockholders of the Issuer following the grant date. The shares subject to the units will be issued to each of Messrs. Thornburgh and Schein, as applicable, after such individual ceases to be a director of the Issuer pursuant to the terms of the award agreement.

2. CC Payment Holdings, L.L.C. directly owns securities of the Issuer. Corsair Capital LLC is the general partner of (a) Corsair IV Management AIV, L.P., which is the general partner of Corsair IV Payment Holdings Partners, L.P. (which holds all of the limited liability company interests of the CC Payment Holdings, L.L.C.), and (b) Corsair IV Management L.P., which is (i) the managing member of the CC Payment Holdings, L.L.C., and (ii) the general partner of Corsair IV Payment Holdings Investors, L.P. (the majority limited partner of Corsair IV Payment Holdings Partners, L.P.) (collectively, the "Corsair Entities").

3. Mr. Thornburgh is a senior advisor of Corsair Capital LLC and Mr. Schein is an employee of Corsair Capital LLC or one of its affiliates (collectively, "Corsair"). Pursuant to arrangements, a portion of the value of these securities or of any disposition of these securities will be applied against certain management fees payable by certain Corsair Entities to Corsair pursuant to applicable fund documents. 4. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of such securities for purposes of Section 16 or for any other purpose or that any transaction reported herein is subject to Section 16.

CORSAIR CAPITAL LLC By: /s/ Ignacio Jayanti Name: Ignacio Jayanti Title: Managing Partner	<u>08/10/2020</u>
CC PAYMENT HOLDINGS, L.L.C. By: Corsair IV Management L.P., its managing member By: Corsair Capital LLC, its general partner By: /s/ Ignacio Jayanti Name: Ignacio Jayanti Title: Managing Partner	<u>08/10/2020</u>
CORSAIR IV PAYMENT HOLDINGS PARTNERS, L.P. By: Corsair IV Management AIV, L.P., its general partner By: Corsair Capital LLC, its general partner By: /s/ Ignacio Jayanti Name: Ignacio Jayanti	<u>08/10/2020</u>
Title: Managing Partner CORSAIR IV MANAGEMENT AIV, L.P. By: Corsair Capital LLC, its	<u>08/10/2020</u>

general partner By: /s/ Ignacio Jayanti Name: Ignacio Jayanti **<u>Title: Managing Partner</u>** CORSAIR IV MANAGEMENT L.P. By: Corsair Capital LLC, its 08/10/2020 general partner By: /s/ Ignacio Jayanti Name: Ignacio Jayanti **Title: Managing Partner** CORSAIR IV PAYMENT HOLDINGS PARTNERS, L.P. By: Corsair IV Management, L.P., its general partner By: 08/10/2020 Corsair Capital LLC, its general partner By: /s/ Ignacio Jayanti Name: Ignacio Jayanti Title: Managing Partner ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.