SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 7)*

Repay Holdings Corp

(Name of Issuer)

Class A Common Stock, par value $0.0001 per share

(Title of Class of Securities)

(CUSIP Number)

Repay Holdings Corp
2025 3rd Avenue North, Suite 350
Birmingham, AL, 35203
(205) 383-4763

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

06/26/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Forager Fund, L.P.
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)
3	SEC use only
4	Source of funds (See Instructions) WC

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 11,106,548.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 11,106,548.00
	10	Shared Dispositive Power 0.00

11	Aggregate amount beneficially owned by each reporting person 11,106,548.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐
13	Percent of class represented by amount in Row (11) 12.4 %
14	Type of Reporting Person (See Instructions) PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Forager Capital Management, LLC
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)
3	SEC use only
4	Source of funds (See Instructions) WC
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 11,106,648.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 11,106,648.00
	10	Shared Dispositive Power 0.00

11	Aggregate amount beneficially owned by each reporting person 11,106,648.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐
13	Percent of class represented by amount in Row (11) 12.4 %
14	Type of Reporting Person (See Instructions) IA

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Edward Kissel	
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)	
3	SEC use only	
4	Source of funds (See Instructions) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 11,106,648.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 11,106,648.00
11	Aggregate amount beneficially owned by each reporting person 11,106,648.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 12.4 %	
14	Type of Reporting Person (See Instructions) IN, HC	

SCHEDULE 13D

CUSIP No.

1	Name of reporting person Robert MacArthur	
2	Check the appropriate box if a member of a Group (See Instructions) ☐ (a) ☐ (b)	
3	SEC use only	
4	Source of funds (See Instructions) AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) ☐	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 11,106,648.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 11,106,648.00
11	Aggregate amount beneficially owned by each reporting person 11,106,648.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐	
13	Percent of class represented by amount in Row (11) 12.4 %	
14	Type of Reporting Person (See Instructions) IN, HC	

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Class A Common Stock, par value $0.0001 per share

(b) Name of Issuer:

Repay Holdings Corp

(c) Address of Issuer's Principal Executive Offices:

c/o Forager Fund, L.P., 2025 3rd Avenue North, Suite 350, Birmingham, ALABAMA , 35203.

Item 1 Comment: The aggregate percentage of shares owned by each person named herein is based on 89,672,978 shares of Common Stock outstanding as of April 29, 2026, as reported in the Issuer's Quarterly Report on Form 10Q for the fiscal quarter ended March 31, 2026, filed with the Securities and Exchange Commission on May 4, 2026.

Item 2. Identity and Background

Item 3. Source and Amount of Funds or Other Consideration

Item 4. Purpose of Transaction

On June 26, 2026 the Reporting Persons delivered a non-binding proposal (the "Proposal Letter") to the Board of Directors of the Issuer to offer to acquire all of the outstanding shares of the Issuer not already owned by the Reporting Persons at a price of

$5.25 per share, payable in cash (the "Proposal"). The foregoing description of the Proposal Letter does not purport to be complete and is qualified in its entirety by reference to the full text of the Proposal Letter, which is filed as Exhibit 99.6 hereto and is incorporated by reference into this Item 4. There can be no assurance that any discussions that may occur between the Reporting Persons and the Issuer with respect to the Proposal will result in the entry into a definitive agreement concerning a transaction or, if such a definitive agreement is reached, will result in the consummation of a transaction provided for in such definitive agreement. Discussions concerning a transaction may be terminated at any time and without prior notice. Entry into a definitive agreement concerning a transaction and the consummation of any such transaction will be subject to a number of contingencies that are beyond the control of the Reporting Persons, including the approval of the Board of Directors of the Issuer, and the satisfaction of any conditions to the consummation of a transaction set forth in any such definitive agreement.

Item 5. Interest in Securities of the Issuer

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and supplemented to incorporate the following: The following document is filed as an exhibit: Exhibit 99.6 - Proposal Letter, dated June 26, 2026

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Forager Fund, L.P.

Signature: /s/ Robert MacArthur
Name/Title: Managing Partner
Date: 06/29/2026

Forager Capital Management, LLC

Signature: /s/ Robert MacArthur
Name/Title: Managing Partner
Date: 06/29/2026

Edward Kissel

Signature: /s/ Edward Kissel
Name/Title: Edward Kissel
Date: 06/29/2026

Robert MacArthur

Signature: /s/Robert MacArthur
Name/Title: Robert MacArthur
Date: 06/29/2026

June 26, 2026

Repay Holdings Corporation
3060 Peachtree Road NW, Suite 1100
Atlanta, Georgia 30305
Attention: Board of Directors

Dear Members of the Board,

We appreciate the Chairman taking the time to meet in person and found the discussion productive. We continue to believe that stockholders are best served by moving beyond an initial discussion and beginning substantive dialogue regarding valuation, confirmatory due diligence, and transaction structure.

Our increased price reflects our continued conviction in the value of Repay and our belief that the Board's initial step deserved a constructive response. Our proposal nevertheless remains based solely on publicly available information.

We are confident we could identify additional value if we are permitted customary access to management and are allowed to complete confirmatory due diligence.

<u>Our New Proposal</u>

We are pleased to propose acquiring 100% of the outstanding shares of Common Stock of the Company at a price of $5.25 per share in cash (the "Transaction"). The proposed **$5.25 per share** price represents **a 91% premium** to the Company's unaffected 30-day volume-weighted average price of $2.75 at the time of our original proposal and provides stockholders with certain cash value today. Given our ownership position and applicable disclosure obligations, we must publicly disclose this letter. We hope this new offer will facilitate constructive discussions with the Board regarding valuation, with the goal of entering into a mutually agreeable transaction that is in the best interest of all stockholders.

We believe this is a compelling opportunity for stockholders to realize the full value of their shares in a single, decisive transaction. Our experience with the short-term focus of small cap public markets has led us to believe that the Company will be best equipped to execute its mission as a private entity, removing certain public company costs, responsibilities, obligations, and distractions. In the current environment, we believe our proposal offers a clear and immediate path to liquidity and certainty at a compelling premium.

This letter is subject to the execution of definitive documentation and the completion of confirmatory due diligence as described below.

<u>Transaction Conditions</u>

We have access to sufficient financing to complete the Transaction. The proposal is not subject to a financing condition. We propose that the Transaction be accomplished through a negotiated merger agreement. This proposal is subject only to customary conditions, including receipt of required regulatory approvals and the execution of a definitive merger agreement containing terms and conditions customary for a transaction of this type and size, including existing contractual arrangements.

Path to Completion

We are committed to moving quickly and efficiently. Because the Company has certain publicly available information, we believe we can conduct confirmatory due diligence simultaneously with negotiating a merger agreement in the coming weeks. So that this process can proceed in an orderly and constructive manner, we are prepared to enter into a customary confidentiality agreement.

We have engaged White & Case LLP to advise us on legal matters in connection with the Transaction. We stand ready to meet with the Board and its representatives at the earliest opportunity.

Our Track Record

We have the financial capacity and a demonstrated track record of closing transactions of this nature swiftly and with a high degree of certainty. Most recently, we successfully completed the acquisition of Quipt Home Medical, a publicly listed company for approximately $260 million. That transaction closed on schedule and without complication. We are highly confident in our ability to bring this Transaction to a successful close on an accelerated timeframe, and we are willing to commit extensive resources to do so.

Conclusion

We strongly believe that our proposal is in the best interests of stockholders, and we believe that the Company's employees, vendors, and customers will benefit from the significant growth opportunities we can provide. We look forward to working constructively with the Board to accomplish the proposed Transaction in the best interest of all stockholders.

Sincerely,

Johnny Wilhelm