FORM 4

Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OV	VNERSHIP

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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* Barnett Naomi					2. Issuer Name and Ticker or Trading Symbol Repay Holdings Corp [RPAY]									k all app Direc	tor		son(s) to Is		
(Last)	(Fir	st) (I	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 11/05/2023							X	belov	er (give title v) <mark>xecutive V</mark>		Other (s below) resident	specify		
SUITE 200					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)														X	X Form filed by One Reporting Person Form filed by More than One Reporting				
ATLAN	ΓA GA	. 3	80305		Form filed by Person									ie iliali	гопе керс	rung			
(City)	(Sta	ate) (Z	Zip)		Rul	e 10)b5-	1(c)	Tran	sact	ion Indi	catio	on						
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.									ten plan	that is inter	nded to								
		Table	I - Nor	n-Deriva	tive S	Secui	rities	Acq	uired,	Dis	posed of	, or E	Benef	iciall	y Own	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				Executy/Year) if an		Deemed ecution Date, iny onth/Day/Year)		3. 4. Securities Acquii Transaction Disposed Of (D) (In Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) (D)	or P	rice	Transa	Reported Fransaction(s) Instr. 3 and 4)			(Instr. 4)
Class A Common Stock 11/0				11/05/	/2023				F ⁽¹⁾		3,763	Г) 5	6.59	83,935			D	
	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)	ative Conversion Date Execution Date, ity or Exercise (Month/Day/Year) if any		on Date,	4. Transaction Code (Instr. 8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	rities ired r osed)	Expiration (Month/Dies ed		Date Exercisable and Diration Date on Date on Date on the Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Insti 3 and 4)		Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
					Code V		(A)	(D)	Date Exercisable		Expiration Date	Title	Amou or Numb of Share	er					

Explanation of Responses:

1. Reflects shares of Class A common stock of the Issuer withheld to cover the Reporting Person's tax liability in connection with the vesting of shares of time-based restricted stock previously reported by the Reporting Person.

Remarks:

/s/Tyler B. Dempsey, as Attorney-in-Fact

11/07/2023

** 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.