SEC Form 4

FORM 4

(State)

(Zip)

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

OMB APPROVAL

OMB Number:	3235-0287
Estimated average t	ourden
hours per response:	0.5

obligations may continue. See Instruction 1(b).		File	d pursuant to Section 16(a) of the Securities Exchange Act of 1934		hours per response:		0.9	
			or Section 30(h) of the Investment Company Act of 1940					
1. Name and Addres	1 0		2. Issuer Name and Ticker or Trading Symbol <u>Repay Holdings Corp</u> [RPAY]		tionship of F all applicab Director		on(s) to Issuer 10% Owner	
3 WEST PACES	(First) FERRY ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/18/2021		Officer (gi below)	ve title	Other (spec below)	ify
SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joir	nt/Group Filing	(Check Applic	able
(Street)				X	Form filed	by One Repo	rting Person	
ATLANTA	GA	30305			Form filed Person	by More than	One Reportino	3
1								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)						5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Class A Common Stock	08/18/2021		A ⁽¹⁾		7,671	Α	\$0.00	43,657	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number 6. D		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	Title	Amount or Number of Shares				

Explanation of Responses:

1. Reflects a grant of restricted stock units that vest on the earlier of: (a) the one-year anniversary of the grant date, and (b) the next regularly scheduled annual meeting of stockholders of Repay Holdings Corporation (the "Issuer") following the grant date. The shares subject to the units will be issued to the Reporting Person after the Reporting Person ceases to be a director of the Issuer pursuant to the terms of the award agreement.

Remarks:

<u>/s/Timothy J. Murphy, as</u> <u>Attorney-in-Fact</u>

08/20/2021

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

(City)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP