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

OMB Number:	3235-0287				
Estimated average bu	rden				
hours per response:	0.5				

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] WILDS DAVID M						2. Issuer Name and Ticker or Trading Symbol <u>i3 Verticals, Inc.</u> [IIIV]								5. Relationship of Reportin (Check all applicable) X Director			10% Owner		
(Last) (First) (Middle) 40 BURTON HILLS BLVD. SUITE 415						Date 0		liest Trans	action (Mo	onth/[Day/Year)		Officer (below)	(give title		Other (: below)	specify		
SUITE 415				_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NASHV	ILLE T	N	37215		_									Form fil	-		rting Perso One Repoi	I	
(City)	(S	tate)	(Zip)																
		Ta	ble I - Noi	n-Deri	vativ	/e Se	ecuri	ities Ac	quired,	Dis	posed o	f, or Ber	eficiall	y Owned					
Date				nsaction h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr					5. Amour Securities Beneficia Owned F Reported	s Illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)	Price	Transacti (Instr. 3 a	on(s)			(11041: 4)	
Class B common stock, par value \$0.0001 per share				09/1	5/202	20			D ⁽¹⁾		214,41	4 D	(1)	872	872,162		I	By Front Street Equities, LLC ⁽²⁾	
Class B c share	common sto	ck, par value \$0.	.0001 per											270	,636		D		
Class B common stock, par value \$0.0001 per share												7,839				By wife ⁽³⁾			
			Table II	D		~													
			Table II -	Deriva (e.g.,	ative puts	, cal	uriti Is, w	es Acq arrants	uired, D , optior)isp 1s, c	osed of, convertil	or Bene ble secu	ficially rities)	Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	(e.g.,	4. Transa Code (8)	, cal	5. N Deri Sec Acq or D of (I	es Acq varrants umber of vative urities uired (A) visposed D) (Instr. and 5)	uired, C , optior 6. Date E: Expiratio (Month/D	nS, C xercis n Date	able and	7. Title and of Securiti Underlying Derivative (Instr. 3 an	Amount Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution D if any	(e.g., bate, / /Year)	puts 4. Transa Code (, cal	5. N Deri Sec Acq or D of (I	umber of vative urities uired (A) visposed (Instr. and 5)	, option 6. Date Expiration	ns, c xercis n Date ay/Ye	able and	7. Title and of Securiti Underlying Derivative (Instr. 3 an	Amount Security	8. Price of Derivative Security	derivative Securities Beneficia Owned Following	e s ally g	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution D if any	(e.g., Date, (Year)	9uts 4. Transa Code (8)	, cal	IS, W 5. N Deri Sec Acq or D of (I 3, 4	umber of vative urities uired (A) visposed (Instr. and 5)	6. Date E: Expiratio (Month/D	ns, c xercis n Date ay/Ye	convertil sable and e ar) Expiration	7. Title and of Securiti Underlying Derivative (Instr. 3 and Title Class A common stock,	Amount Security d 4) Amount or Number	8. Price of Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported Transacti	e s ally g l ion(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any	(e.g., Date, (Year)	puts 4. Transa Code (8)	, cal	IS, W 5. N Deri Sec Acq or D of (I 3, 4	umber of vative urities uired (A) isposed D) (Instr. and 5) (D)	, optior 6. Date E: Expiratio (Month/D Date Exercisal	ns, c xercis n Date ay/Ye	convertil able and e ar) Expiration Date	Title Class A common stock, par share Class A common stock, par value \$0.0001 per share Class A common stock, par value \$0.0001 per share Class A common stock, par share Class A common stock, par stock common stock stock common stock st	Amount Security d 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s silly g ion(s) 2 ⁽⁴⁾	Ownership Form: Direct (D) or Indirect	b of Indirect Beneficial Ownership (Instr. 4) By Front Street Equities.	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security (4)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any	(e.g., Date, (Year)	puts 4. Transa Code (8)	, cal	IS, W 5. N Deri Sec Acq or D of (I 3, 4	umber of vative urities uired (A) isposed D) (Instr. and 5) (D)	e, optior e. Date E: Expiratio (Month/D Date Exercisat (4)	ns, c xercis n Date ay/Ye	Expiration Date	Title Class A common stock, par value Class A common stock, par value So.0001 per share Class A common stock, par value So.0001 per	Amount ss Security d 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	derivativa Securitie Beneficia Owned Following Reported Transacti (Instr. 4) 872,16:	e s slily g ion(s) 2 ⁽⁴⁾	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	b) of India Benefi Owner (Instr. 4) By Fro Street Equitie	

1. Pursuant to the Amended and Restated Certificate of Incorporation of i3 Verticals, Inc. (the "Issuer"), the shares of the Issuer's Class B common stock, par value \$0.0001 per share ("Class B Common Stock") are cancelled for no consideration on a one-to-one basis upon redemption of common units in i3 Verticals, LLC (the "Common Units") for shares of Class A common stock, par value \$0.0001 per share ("Class A Common Stock") of the Issuer.

2. Represents shares of Class B Common Stock held by Front Street Equities, LLC and First Avenue Partners II, L.P. Front Street Equities, LLC is the General Partner of, and exercises voting and investment decisions at Front Street Equities, LLC are made by David Wilds, who serves as (a) a limited partner and managing member of First Avenue Partners II, L.P., and (b) the sole member of Front Street Equities, LLC. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest and the sole member of First Avenue Partners II, L.P., and (b) the sole member of Front Street Equities, LLC. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of these securities except to the extent of his respective pecuniary interest person disclaims beneficial ownership of the extent of his respective pecuniary interest person disclaims beneficial ownership of the extent of his respective pecuniary interest person disclaims beneficial ownership of the extent of his respective pecuniary interest person disclaims beneficial ownership of the extent of his respec therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or any other purpose.

3. This Form 4 shall not be deemed an admission that the Reporting Person is, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of any securities held solely by the Reporting Person's spouse.

4. The Common Units may be redeemed by the holder at any time for an equal number of shares of Class A Common Stock or, at the election of i3 Verticals, LLC, cash equal to the volume-weighted average market price of such shares. Upon the redemption of a Common Unit for Class A Common Stock, any corresponding share of Class B Common Stock will be cancelled. The Common Units have no expiration date.

5. Represents the sale of Common Units to the Issuer pursuant to the Common Unit Purchase Agreement entered into in connection with the Issuer's offering of Class A common stock which closed on September 15, 2020, pursuant to the Limited Liability Company Agreement of i3 Verticals, LLC and in accordance with the Registration Rights Agreement among the Issuer and the signatories thereto, including the Reporting Person.

6. Represents Common Units held by Front Street Equities, LLC and First Avenue Partners II, L.P. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, and the inclusion of these Common Units in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or any other purpose.

Remarks:

/s/ Paul Maple, Attorney-in-Fact for David M. Wilds

09/15/2020

** 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.