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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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1. Name and Address of Reporting Person:  
   **HARRISON JOHN C.**  
   40 BURTON HILLS BLVD.  
   SUITE 415  
   NASHVILLE TN 37215

2. Issuer Name and Ticker or Trading Symbol:  
   i3 Verticals, Inc. [ IIIV ]

3. Date of Earliest Transaction (Month/Day/Year):  
   09/15/2020

4. If Amendment, Date of Original Filed (Month/Day/Year):  
   **X**

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B common stock, par value $0.0001 per share</td>
<td>09/15/2020</td>
<td>A (1)</td>
<td>D (1)</td>
<td>13,066</td>
<td>561,606</td>
<td>I</td>
</tr>
</tbody>
</table>

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Units</td>
<td>(3)</td>
<td>09/15/2020</td>
<td>B (3)</td>
<td>138,066</td>
<td>(3)</td>
<td>(3)</td>
<td>Class A common stock, par value $0.0001 per share</td>
<td>138,066</td>
<td>$22.33</td>
<td>561,606(3)</td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

1. Represents shares of Class A Common Stock held by HMP III Equity Holdings, LLC ("HMP III"). Decisions regarding the voting or disposition of the shares held by the foregoing are made by an investment committee or committees (or authorized sub-committees or designees thereof), of which the Reporting Person is a member. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

2. Represents shares of Class B Common Stock held by HMP III Equity Holdings, LLC ("HMP III"). Decisions regarding the voting or disposition of the shares held by the foregoing are made by an investment committee or committees (or authorized sub-committees or designees thereof), of which the Reporting Person is a member. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

3. 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 HMP III, 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.

4. 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 persons.

5. Represents Common Units held by HMPEH. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein.

**Remarks:**

/s/ Paul Maple, Attorney-in-Fact for John C. Harrison  
09/15/2020

09/15/2020

**Signature of Reporting Person**

**Date**