SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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

1. Name and Address of Reporting Person * Gade Michael J					AR	2. Issuer Name and Ticker or Trading Symbol <u>ARKO Corp.</u> [ ARKO ]									tionship of F all applicab Director	,			vner
(Last)	(First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 10/03/2022										Officer (give title below)			Other (specify below)	
8565 MAGELLAN PARKWAY SUITE 400					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Indiv X	, , ,				
(Street) RICHMOND VA			3227											Form file	d by More	than C	One Reportin	g Person	
(City)	(State)	) (Z	(Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date					Transaction ie onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)					4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			5. Amount Securities Beneficially Following	y Owned Reported	Form	vnership :: Direct (D) direct (I) :. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code V		Amount	Amount (A) or (D)		Price	(Instr. 3 and				(
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 Da if any (Month/Day/Y	te, T C	Code (Instr		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e s ally g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title		Amount or Number of Shares		(Instr. 4)	1011(5)		
Restricted Stock Units	(1)	10/03/2022			Α		3,594		(2)		(2)	Commor Stock, pa value \$0.00 per share	r 01	3,594	\$9.39 <sup>(3)</sup>	45,66	50	D	

## Explanation of Responses:

1. Restricted stock units ("RSUs") provide for the right to receive one share of common stock, \$0.0001 par value per share ("common stock"), of ARKO Corp. (the "Company") on a one-for-one basis.

2. The RSUs are immediately vested and provide for the right to receive one share of common stock upon the earlier of (i) the date on which the reporting person's service with the Company is terminated (for whatever reason) and (ii) the date of a change of control of the Company.

3. The RSUs were issued to the reporting person pursuant to the Company's 2020 Incentive Compensation Plan in lieu of cash retainer fees of approximately \$33,748.

## Remarks:

/s/ Donald Bassell, Attorney-in-10/03/2022 Fact Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.