SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)*

ARKO Corp.

(Name of Issuer)

Common Stock, $0.0001 par value

(Title of Class of Securities)

041242108

(CUSIP Number)

12/31/2024

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☑ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** HARVEST PARTNERS STRUCTURED CAPITAL FUND, L.P.
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)
3	**Sec Use Only**
4	**Citizenship or Place of Organization** DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	5	**Sole Voting Power** 0.00
	6	**Shared Voting Power** 7,481,512.00
	7	**Sole Dispositive Power** 0.00
	8	**Shared Dispositive Power** 7,481,512.00
9	**Aggregate Amount Beneficially Owned by Each Reporting Person** 7,481,512.00	
10	**Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)** ☐	
11	**Percent of class represented by amount in row (9)** 6.5 %	
12	**Type of Reporting Person (See Instructions)** PN	

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** GPM HP SCF Investor, LLC	
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)	
3	**Sec Use Only**	
4	**Citizenship or Place of Organization** DELAWARE	
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11	**Percent of class represented by amount in row (9)** 6.5 %
12	**Type of Reporting Person (See Instructions)** OO

Comment for Type of Reporting Person: (Limited Liability Company)

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** GPM HP SCF Member, LLC	
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)	
3	**Sec Use Only**	
4	**Citizenship or Place of Organization** DELAWARE	
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12	**Type of Reporting Person (See Instructions)** OO	

Comment for Type of Reporting Person: (Limited Liability Company)

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** Harvest Associates SCF, L.P.
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)
3	**Sec Use Only**
4	**Citizenship or Place of Organization** DELAWARE
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12	**Type of Reporting Person (See Instructions)** PN

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** Harvest Associates SCF GP, L.P.
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)
3	**Sec Use Only**
4	**Citizenship or Place of Organization** DELAWARE

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11	**Percent of class represented by amount in row (9)** 6.5 %	
12	**Type of Reporting Person (See Instructions)** PN	

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** Harvest Partners Holdings, LLC	
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)	
3	**Sec Use Only**	
4	**Citizenship or Place of Organization** DELAWARE	
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11	**Percent of class represented by amount in row (9)** 6.5 %
12	**Type of Reporting Person (See Instructions)** OO

Comment for Type of Reporting Person: (Limited Liability Company)

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** Harvest Capital Partners Holdings, L.P.	
2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)	
3	**Sec Use Only**	
4	**Citizenship or Place of Organization** DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	**Sole Voting Power** 0.00
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12	**Type of Reporting Person (See Instructions)** PN	

SCHEDULE 13G

CUSIP No.	041242108

1	**Names of Reporting Persons** HP Holding, L.L.C.

2	**Check the appropriate box if a member of a Group (see instructions)** ☐ (a) ☐ (b)
3	**Sec Use Only**
4	**Citizenship or Place of Organization** DELAWARE
Number of Shares Beneficially Owned by Each Reporting Person With:	

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12	**Type of Reporting Person (See Instructions)** OO

Comment for Type of Reporting Person: (Limited Liability Company)

SCHEDULE 13G

Item 1.

(a) Name of issuer:

ARKO Corp.

(b) Address of issuer's principal executive offices:

8565 Magellan Parkway, Suite 400, Richmond, VA, 23227

Item 2.

(a) Name of person filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

GPM HP SCF Investor, LLC
GPM HP SCF Member, LLC
Harvest Partners Structured Capital Fund, L.P.
Harvest Associates SCF, L.P.
Harvest Associates SCF GP, L.P.
Harvest Partners Holdings, LLC
Harvest Capital Partners Holdings, L.P.
HP Holding, L.L.C.

(b) Address or principal business office or, if none, residence:

The address for each of the Reporting Persons is c/o Harvest Partners, LP, 280 Park Avenue, 26th Floor West, New York, NY, 10017.

(c) **Citizenship:**

Each of the Reporting Persons is organized under the laws of the State of Delaware

(d) **Title of class of securities:**

Common Stock, $0.0001 par value

(e) **CUSIP No.:**

041242108

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ **Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);**

(b) ☐ **Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);**

(c) ☐ **Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);**

(d) ☐ **Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);**

(e) ☐ **An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);**

(f) ☐ **An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);**

(g) ☐ **A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);**

(h) ☐ **A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);**

(i) ☐ **A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);**

(j) ☐ **A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:**

(k) ☐ **Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).**

Item 4. Ownership

(a) **Amount beneficially owned:**

The information contained on the cover pages to this Schedule 13G is incorporated by reference to this Item 4.

The ownership information presented herein represents beneficial ownership of Common Stock as of December 31, 2024, based upon 115,771,318 shares of Common Stock outstanding as of November 5, 2024, based upon the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 7, 2024.

GPM HP SCF Investor, LLC is the record holder of the shares of Common Stock reported herein.

HP Holding, L.L.C. is the general partner of Harvest Capital Partners Holdings, L.P., which is the managing member of Harvest Partners Holdings, LLC, which is the general partner of Harvest Associates SCF GP, L.P., which is the general partner of Harvest Associates SCF, L.P., which is the general partner of Harvest Partners Structured Capital Fund, L.P., which is the managing member of GPM HP SCF Member, LLC, which is the managing member of GPM HP SCF Investor, LLC. HP Holding, L.L.C. is controlled by its voting members Michael DeFlorio, Ira Kleinman, Thomas Arenz and Stephen Eisenstein. Accordingly, each of the Reporting Persons may be deemed to share beneficial ownership of the securities held of record by GPM HP SCF Investor, LLC.

(b) **Percent of class:**

6.5 %

(c) **Number of shares as to which the person has:**

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

7,481,512

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

7,481,512

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

HARVEST PARTNERS STRUCTURED CAPITAL FUND, L.P.

Signature: **By: Harvest Associates SCF, L.P., its general partner, By: Harvest Associates SCF GP, L.P., its general partner, By: /s/ Michael DeFlorio**

Name/Title: **Michael DeFlorio, Authorized Signatory**

Date: **02/10/2025**

GPM HP SCF Investor, LLC

Signature: **By: GPM HP SCF Member, LLC, By: Harvest Partners Structured Capital Fund, L.P., By: Harvest Partners Associates SCF, L.P., By: /s/ Michael DeFlorio**

Name/Title: **Michael DeFlorio, Authorized Signatory**

Date: **02/10/2025**

GPM HP SCF Member, LLC

Signature: **By: Harvest Partners Structured Capital Fund, L.P., managing member, By: Harvest Partners Associates SCF, L.P., By: /s/ Michael DeFlorio**

Name/Title: **Michael DeFlorio, Authorized Signatory**

Date: **02/10/2025**

Harvest Associates SCF, L.P.

Signature: **/s/ Michael DeFlorio**

Name/Title: **Michael DeFlorio, Authorized Signatory**

Date: **02/10/2025**

Harvest Associates SCF GP, L.P.

Signature: By: Harvest Partners Holdings, LLC, its general partner, By: /s/ Michael DeFlorio
Name/Title: Michael DeFlorio, Authorized Signatory
Date: 02/10/2025

Harvest Partners Holdings, LLC

Signature: /s/ Michael DeFlorio
Name/Title: Michael DeFlorio, Authorized Signatory
Date: 02/10/2025

Harvest Capital Partners Holdings, L.P.

Signature: By: HP Holding, L.L.C., its general partner, By: /s/ Michael DeFlorio
Name/Title: Michael DeFlorio, Authorized Signatory
Date: 02/10/2025

HP Holding, L.L.C.

Signature: /s/ Michael DeFlorio
Name/Title: Michael DeFlorio, Authorized Signatory
Date: 02/10/2025

Exhibit Information

https://www.sec.gov/Archives/edgar/data/1622921/000119312521000972/d10093dex991.htm