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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

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 • Willner Morris					AR	2. Issuer Name and Ticker or Trading Symbol <u>ARKO Corp.</u> [ARKO] 3. Date of Earliest Transaction (Month/Day/Year) 10/03/2022									tionship of F all applicab Director		Person X	.,	
(Last) (First) (Middle)					Officer (give title below)											Other (below)	specify		
8565 MAGELLAN PARKWAY SUITE 400					4. lf .	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) RICHMOND VA			3227											Form file	d by More	than C	One Reportir	ig Person	
(City)	(State)) (Z	(Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date					Transaction te onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispo Code (Instr.				quired (A (Instr. 3,) or 4 and 5)	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		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(1150.4)	
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	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 Securitie Beneficia Owned Following Reported Transact	e s ally g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)			Expiration Date	Title	Amo or Num Title of Sh			(Instr. 4)		"	
Restricted Stock Units	(1)	10/03/2022			Α		1,331		(2)		(2)	Stock value \$	nmon k, par \$0.0001 share	1,331	\$9.39 ⁽³⁾	30,85	58	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 \$12,498.

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.

 * 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.