

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 10, 2022

Privia Health Group, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or other jurisdiction of incorporation or organization)

**950 N. Glebe Rd.,
Suite 700
Arlington, Virginia**
(Address of Principal Executive Offices)

001-40365
(Commission
File No.)

(571) 366-8850
Registrant's telephone number, including area code

81-3599420
(I.R.S. Employer Identification No.)

22203
(Zip Code)

Not Applicable
(Former name, former address and former fiscal year, if changed since last report)

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2 (b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value per share	PRVA	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

We are furnishing this Current Report on Form 8-K to furnish materials that will be provided at meetings with institutional investors or analysts. The materials are attached as Exhibit 99.1 to this Current Report on Form 8-K, are incorporated into this Item 7.01 by reference and are available on our investor relations website at ir.priviahealth.com. This information may be amended or updated at any time and from time to time through another Current Report on Form 8-K, a later company filing, or other means.

The information in this Current Report on Form 8-K (including the exhibit) is furnished pursuant to Item 7.01 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information in the Report that is required to be disclosed solely by Regulation FD.

We do not have, and expressly disclaim, any obligation to release publicly any updates or any changes in our expectations or any change in events, conditions, or circumstances on which any forward-looking statement is based.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibit:

Exhibit No.	Description
99.1	Privia Health Group, Inc. Investor Presentation Slides - January 2022

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 10, 2022

PRIVIA HEALTH GROUP, INC.

By: /s/ Jeffrey Sherman

Name: Jeffrey Sherman

Title: Executive Vice President, Chief Financial Officer and Authorized Officer

EXHIBIT INDEX

Exhibit Number	Description
99.1	Privia Health Group, Inc. Investor Presentation Slides - January 2022



Empowering Physicians
**TRANSFORMING
HEALTHCARE**

J.P. Morgan Healthcare Conference
January 10, 2022



Disclaimer

Forward-Looking Statements

This presentation contains forward-looking statements that express the Company's opinions, expectations, beliefs, plans, objectives, assumptions or projections regarding future events or future results. These forward-looking statements involve a number of risks, uncertainties (some of which are beyond the Company's control) or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks and uncertainties include, but are not limited to, those factors described in filings with the Securities and Exchange Commission ("SEC"), including those under "Risk Factors" therein. Should one or more of these risks or uncertainties materialize, or should any of the assumptions prove incorrect, actual results may vary in material respects from those projected in these forward-looking statements. Forward-looking statements speak only as of the date made. The Company does not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws.

Use of Non-GAAP Financial Information

In order to provide investors with greater insight, promote transparency and allow for a more comprehensive understanding of the information used by management in its financial and operational decision-making, the Company supplements its condensed consolidated financial statements presented on a GAAP basis herein with certain non-GAAP financial information, including: Practice Collections, Care Margin; Platform Contribution; Platform Contribution margin; Adjusted EBITDA; and Adjusted EBITDA margin. Reconciliations of these non-GAAP measures to their most directly comparable GAAP measures are included in the financial schedules in the Appendix of this presentation, as well as in the Company's quarterly financial press releases and related Form 8-K filings with the SEC. This information can be accessed for free by visiting www.priviahealth.com or www.sec.gov.

Management has not reconciled forward-looking non-GAAP measures to its most directly comparable GAAP measure of Operating Income and Net Income. This is because the Company cannot predict with reasonable certainty and without unreasonable efforts the ultimate outcome of certain GAAP components of such reconciliations due to market-related assumptions that are not within our control as well as certain legal or advisory costs, tax costs or other costs that may arise. For these reasons, management is unable to assess the probable significance of the unavailable information, which could materially impact the amount of the future directly comparable GAAP measures.

Who is Privia Health?

Privia Health is building the **leading next generation physician organization and care delivery network**

Our revolutionary business model is comprised of **three interdependent elements**:

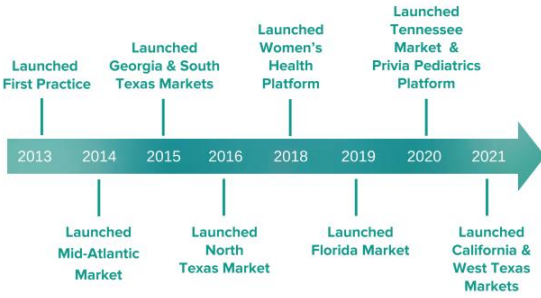
- ✓ Single TIN Medical Group
- ✓ Risk-Bearing Entity
- ✓ Tech-Enabled Clinical and Performance Operations Platform

We partner with **all provider types**, regardless of affiliation or ownership, in **all reimbursement models** across **all geographies**

Our value-based care platform has **proven success across the risk-bearing spectrum** as we accelerate the movement of providers into risk-based arrangements

Building a National Footprint

Privia Timeline



Current Market Presence¹

3,250+ Implemented Providers **95%** Avg. Provider Retention **3M+** Patients **760K** Attributed Lives **\$1.3B+** Practice Collections

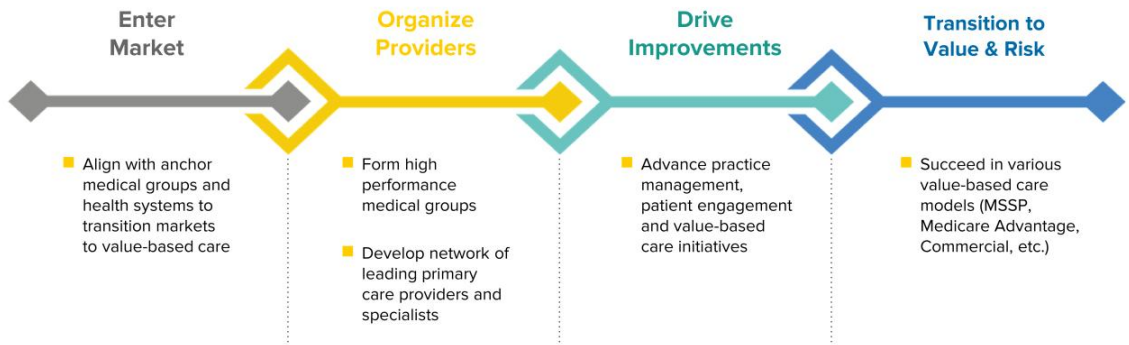


7 States (Plus D.C.) **100+** Targeted MPSAs (30+ in top 100) **850+** Care Center Locations **85** Patient NPS **58** Provider NPS

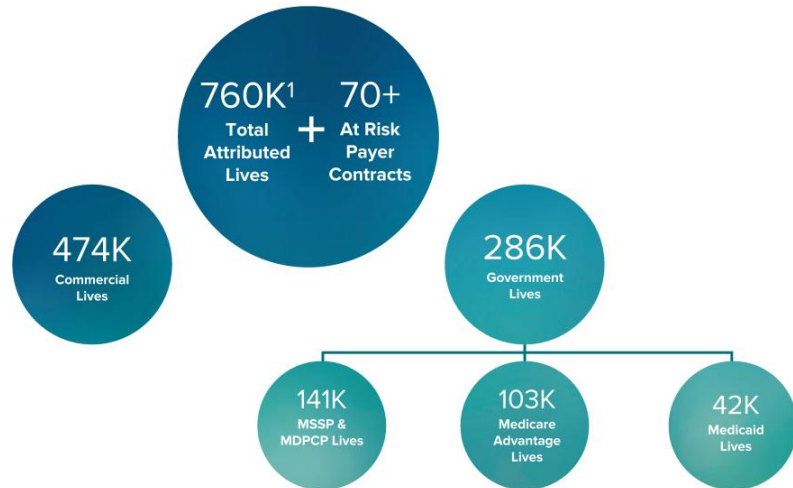


¹As of 9/30/2021, pro forma for California and West Texas markets as disclosed on Form 424B4 filed with the SEC on November 22, 2021.

Moving Markets Toward Value-Based Care At Scale

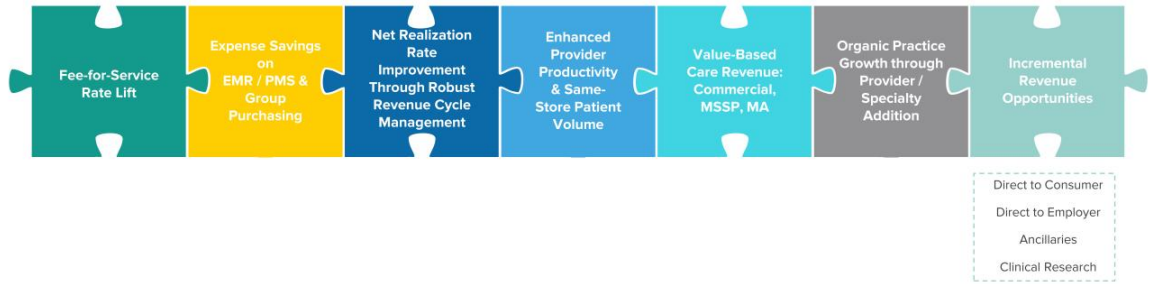


High-Performing Value-Based Platform Across Reimbursement Models



¹Attributed lives as of 9-30-2021

Delivering Demonstrable Value to Our Providers



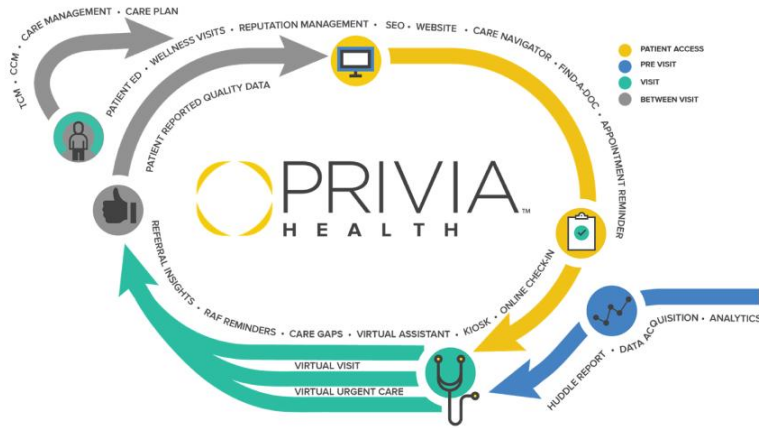
Ability to Influence Outcomes Without Ownership of Underlying Practice

- ✓ Single medical group by market
- ✓ Single contracting entity & common risk pools
- ✓ Physician-led governance
- ✓ Integrated technology and clinical operations
- ✓ Financial alignment with physicians (no risk backstop)
- ✓ Preserves physician autonomy

Methodical Process Helps Providers Move Towards Value



Proprietary, End-to-End Tech Solution Enables Providers to Practice More Efficiently and Focus on Patient Care



- Proprietary end-to-end, cloud-based technology solution enabling scalable operations across providers and multiple markets
- Enhances workflows in both fee-for-service and value-based care settings across the continuum of care in 200+ payer contracts
- Increases patient engagement across all stages, including pre-visit preparation, live / virtual visit, and post-visit follow up

We provide physicians with a comprehensive and differentiated technology solution that eliminates the need to buy and integrate more than 30 point solutions



Positioned to Monetize Our Platform and Drive Growth







Confirming FY'21 Guidance

(\$ in millions)	Initial Guidance (5.27.21)		Revised Guidance (8.9.21)	Updated Guidance (11.8.21)	
	Low	High		Low	High
Implemented Providers	2,850	2,900	Mid-to-High End	3,300	3,330
Attributed Lives	730,000	750,000	High End	760,000	765,000
Practice Collections	\$ 1,445	\$ 1,465	High End	\$ 1,520	\$ 1,540
GAAP Revenue	\$ 860	\$ 880	High End	\$ 900	\$ 920
Care Margin	\$ 215	\$ 221	High End	\$ 225	\$ 230
Platform Contribution	\$ 93	\$ 98	High End	\$ 102	\$ 105
Adjusted EBITDA	\$ 34	\$ 38	High End	\$ 39	\$ 41

Other Guidance Assumptions:

- Adjusted EBITDA guidance does not add back actual or estimated new market entry and development costs
- Capital expenditures of < \$1M

Privia Health: Investment Highlights

 Proven and Scalable for All Provider Types, Patients & Reimbursement Models	 Multiple Drivers for Future Growth with a Large TAM	 Comprehensive Technology Solution Built for Providers
 Profitable, Capital-Efficient Profile	 Aligned with Provider Financial Success while Preserving Ownership Structure	 Highly Experienced Executive and Physician Leadership Team



Thank You

PriviaHealth.com

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