## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

0.5 hours per response obligations may continue. See Instruction 1(b) Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) <u>Privia Health Group, Inc.</u> [ PRVA ] COCOZZA NANCY G Director 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify 07/01/2023 below) below) (Last) (Middle) (First) PRIVIA HEALTH GROUP, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 950 N. GLEBE RD., SUITE 700 Form filed by One Reporting Person Form filed by More than One Reporting (Street) Person ARLINGTON 22203 VA Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 7. Nature Date Execution Date, Transaction Securities Beneficially of Indirect (Month/Day/Year) if anv Code (Instr. and 5) (D) or Beneficial (Month/Day/Year) Owned Following 8) Indirect (I) Ownership (Instr. 4) (Instr. 4) Reported (A) or (D) Transaction(s) Code ν Amount Price (Instr. 3 and 4) Common Stock, \$0.01 par value per share 07/01/2023 7,758(1) A \$<mark>0</mark> 14,831 D A Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1 Title of 3. Transaction 34 Deemed 6. Date Exercisable and 7 Title and 8. Price of 9. Number of 10 11 Nature Execution Date, Expiration Date (Month/Day/Year) Conversion Transaction Number Amount of derivative Ownership of Indirect Derivative Derivative Date (Month/Dav/Year) Security or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial of (Instr. 3) Price of (Month/Day/Year) 8) Derivative Underlying (Instr. 5) Beneficially Direct (D) Ownership Derivative (Instr. 4) Securities Derivative Owned or Indirect Security (Instr. 3 and 4) (I) (Instr. 4) Security Acquired Following Reported (A) or Disposed Transaction(s) of (D) (Instr. 3, 4 (Instr. 4) ànd 5) Amount Number Expiration Date Code v (A) (D) Exercisable Date Title Shares Explanation of Responses: 1. Represents restricted stock units granted under the Issuer's 2021 Omnibus Incentive Plan that will become fully vested on the first anniversary of the grant date. Remarks:

> /s/ Thomas Bartrum, as attorney-in fact

07/05/2023

\*\* Signature of Reporting Person Date

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.

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5