Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

													all app Direc	licable) tor	ng Pe	10% O	wner
ROUP, INC.	Middle)					Trans	saction	(Month	n/Day/Year)							Other (below)	specify
			4. If A	Amend	ment,	Date o	of Origin	nal File	ed (Month/Da	y/Year)		Line)				•	
. 2.	2203											X	Form	filed by Mo		•	
ate) (Z	Zip)																
Table	I - No	n-Deriva	tive S	Secui	rities	Acc	uired	l, Dis	sposed of	, or B	enefi	cially	Own	ed			
1. Title of Security (Instr. 3)		Date	ate Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					nnd 5) Securiti Benefic Owned		ties cially I Following	Forn (D) c	n: Direct or Indirect	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount	(A) or (D)	Price		Transa	ction(s)			(Instr. 4)
Common Stock, \$0.01 par value per share 01/20/20)23				S ⁽¹⁾		18,153	D	\$25	.36 ⁽²⁾	5,808,777		I		By Brighton Family, LLC ⁽³⁾	
1 par value per s	share											15,034			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
nversion Exercise (Month/Day/Year) 3. Transaction Date Execution Date, if any (Month/Day/Year) with the curity 3. Transaction Date Execution Date, if any (Month/Day/Year)		tion Date,		ransaction code (Instr. 5)		vative crities crired r osed) r. 3, 4	Expiration Do (Month/Day/)		ate	Amou or Numb of		Derivativ Security (Instr. 5) tr.		derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Table r. 3) 1 par value per 1 par value per Tal 3. Transaction Date	st) (Middle) GROUP, INC. SUITE 700. 22203 ate) (Zip) Table I - No r. 3) 1 par value per share 1 par value per share Table II - 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	st) (Middle) GROUP, INC. SUITE 700. 22203 ate) (Zip) Table I - Non-Deriva Table I - Non-Deriva (Month/Day) 1 par value per share 1 par value per share Table II - Derivati (e.g., pu	St) (Middle) SROUP, INC. SUITE 700. Table I - Non-Derivative St. (Month/Day/Year) Table II - Derivative St. (e.g., puts, c. 3. Transaction Date (Month/Day/Year) Table II - Derivative St. (e.g., puts, c. 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year)	Privia H St) (Middle) GROUP, INC. SUITE 700. Table I - Non-Derivative Security (Month/Day/Year) 1 par value per share Table II - Derivative Security (e.g., puts, calls, volume for any code (Instr.) 3. Date of E 01/20/2023 4. If Amend 22. Transaction Date (Month/Day/Year) 1 par value per share Table II - Derivative Security (e.g., puts, calls, volume for any code (Instr.) 3. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr.) Transaction Code (Instr.)	Privia Healt (Middle) SROUP, INC. SUITE 700. Table I - Non-Derivative Securities (Zip) Table I - Non-Derivative Securities (Month/Day/Year) 1 par value per share Table II - Derivative Securities (e.g., puts, calls, warra 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	Privia Health Gr 3. Date of Earliest Trans 01/20/2023 4. If Amendment, Date of Execution Date of Execution Date, if any (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, 3. 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If Amendment, Date of Original Filed (Month/Day/Year) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Form (Month/Day/Year) Date (Month/Day/Year) 1 par value per share O1/20/2023 S(1) 1 par value per share O1/20/2023 Privia Health Group, Inc. [PRVA] A. If Amendment, Date of Original Filed (Month/Day/Year) Date (Month/Day/Year) (Month/Day/Year) S(1) 1 par value per share O1/20/2023 S(2) 1 par value per share O1/20/2023 S(3) 1 par value per share O1/20/2023 S(4) 4 Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) S(1) S(2) S(2) S(3) S(3) S(4) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(3) S(4) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 5) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 4) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 4) S(4) or Or Disposed Of (D) (Instr. 3, 4 and 4) S(5) Number of Derivative Securities Securitie	Privia Health Group, Inc. [PRVA] 3. Date of Earliest Transaction (Month/Day/Year) 01/20/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 01/20/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 01/20/2023 5. Individual or Joint/Group Filing (Check All applicable) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 7. 3) 2. Transaction Date (Month/Day/Year) 01/20/2023 2. Transaction Date (Month/Day/Year) 02. Transaction (Month/Day/Year) 03. Demend Execution Date, Image of Original Filed (Month/Day/Year) 04. Securities Acquired (A) or Securities Secur

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 31, 2022.
- 2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$25.05 to \$25.57 per share. The reporting person undertakes to provide to Privia Health Group, Inc., any security holder of Privia Health Group, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.
- 3. Represents shares of common stock owned by Brighton Family, LLC. The reporting person is the managing member of Brighton Family, LLC and has sole voting and investment power with respect to the common stock owned by Brighton Family, LLC. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Remarks:

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

01/24/2023

** 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.