
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

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

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
 - Fee paid previously with preliminary material
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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P.O. BOX 8016, CARY, NC 27512-9903

**Privia Health Group, Inc.
Important Notice Regarding the Availability
of Proxy Materials**

**Stockholders Meeting to be held on
May 24, 2023**

For Stockholders of record as of March 27, 2023

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain directions to attend the meeting, go to: www.proxydocs.com/PRVA

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



**For a convenient way to view proxy materials and VOTE go to
www.proxydocs.com/PRVA**



Have the 12 digit control number located in the shaded box above available when you access the website and follow the instructions.

If you want to receive a paper or e-mail copy of the proxy material, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before May 12, 2023.

To order paper materials, use one of the following methods.


INTERNET
www.investorelections.com/PRVA


TELEPHONE
(866) 648-8133


*** E-MAIL**
paper@investorelections.com

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.

* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

Privia Health Group, Inc.

Meeting Type: Annual Meeting of Stockholders
Date: Wednesday, May 24, 2023
Time: 11:00 AM, Eastern Time
Place: Annual Meeting of Stockholders to be held via a live webcast
Please visit www.proxydocs.com/PRVA for more details.

You must register by May 23, 2023 5PM Eastern Time to attend the meeting online at www.proxydocs.com/PRVA

SEE REVERSE FOR FULL AGENDA

Privia Health Group, Inc. Annual Meeting of Stockholders

THE BOARD OF DIRECTORS RECOMMENDS A VOTE: FOR THE NOMINEES LISTED IN PROPOSAL 1, EVERY 1 YEAR FOR THE FREQUENCY OF ADVISORY VOTES IN PROPOSAL 2, AND FOR PROPOSAL 3

PROPOSAL

1. Election of Directors
 - 1.01 Shawn Morris
 - 1.02 Jeff Bernstein
 - 1.03 Nancy Cocozza
 - 1.04 David King
 - 1.05 Thomas McCarthy
 - 1.06 Will Sherrill
 - 1.07 Bill Sullivan
 - 1.08 Patricia Maryland
 - 1.09 Jaewon Ryu, M.D.
2. Approval, on an advisory (non-binding) basis, of the frequency of future advisory votes on the compensation of our named executive officers.
3. Ratification of appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023.

Note: Such other business as may properly come before the meeting or any adjournment or postponement thereof.