# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 <sup>*</sup> <br><br>**Rumbolz Michael D** <br>(Last) (First) (Middle) <br><br>**7250 S TENAYA WAY, SUITE 100** <br>(Street) <br><br>**LAS VEGAS, NV 89113** <br>(City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol <br><br>**Everi Holdings Inc. [ EVRI ]** <br><br>3. Date of Earliest Transaction (MM/DD/YYYY) <br><br>**1/1/2020** <br><br>4. If Amendment, Date Original Filed (MM/DD/YYYY) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <br><br>_X_ Director ____ 10% Owner <br>_X_ Officer (give title below) ____ Other (specify below) <br>**President and CEO** <br><br>6. Individual or Joint/Group Filing (Check Applicable Line) <br>**X** Form filed by One Reporting Person <br>____ Form filed by More than One Reporting Person |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 1/1/2020 | | M | | 2083 | A | (1) | 137072 | D | |
| Common Stock | 1/1/2020 | | F | | 659 (2) | D | $13.43 | 136413 | D | |

### Table II - Derivative Securities 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. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 1/1/2020 | | M | | | 2083 | (3) | (3) | Common Stock | 2083.0 | $0 | 27079 | D | |

### Explanation of Responses:

**(1)** Each restricted stock unit represents a contingent right to receive one share of common stock.

**(2)** Represents the withholding by the Company of certain of the vested shares of restricted stock to satisfy the minimum statutory tax obligations applicable to such transactions with the vested shares being included in treasury stock.

**(3)** Represents restricted stock units to acquire shares of the Company's common stock that vest in equal monthly installments over a period of 2 years following the grant date of February 1, 2019.

### Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| **Rumbolz Michael D** <br>**7250 S TENAYA WAY** <br>**SUITE 100** <br>**LAS VEGAS, NV 89113** | X | | **President and CEO** | |

### Signatures

| /s/ Michael D. Rumbolz by Todd A. Valli, Attorney-in-Fact | 1/2/2020 |
|---|---|
| <sup>**</sup>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).