FORM 4

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 *

 Lucchese David

 (Last) (First) (Middle)

 7250 S. TENAYA WAY, SUITE 100

 (Street)

 LAS VEGAS, NV 89113

 (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol

 Everi Holdings Inc. [EVRI]

 3. Date of Earliest Transaction (MM/DD/YYYY)

 5/1/2023

 4. If Amendment, Date Original Filed (MM/DD/YYYY)

 Rule 10b5-1(c) Transaction Indication
 ☐ 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. | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

 ___ Director   _____ 10% Owner
 _X_ Officer (give title below)   _____ Other (specify below)
 EVP, Sales and Marketing

 6. Individual or Joint/Group Filing (Check Applicable Line)
 _X_ Form filed by One Reporting Person
 _____ 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	5/1/2023		M		5000 (1)	A	$0	173804	D	
Common Stock	5/1/2023		F		1967 (2)	D	$15.35	171837	D	
Common Stock	5/3/2023		M		5000 (1)	A	$0	176837	D	
Common Stock	5/3/2023		F		1967 (2)	D	$15.13	174870	D	

Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivate 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)	5/1/2023		M			5000	(3)	(3)	Common Stock	5000.0	$0	0	D	
Restricted Stock Units	(1)	5/2/2023		A		21600		(4)	(4)	Common Stock	21600.0	$0	21600	D	
Restricted Stock Units	(1)	5/3/2023		M			5000	(5)	(5)	Common Stock	5000.0	$0	10000	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 shares of common stock acquired upon the vesting of restricted stock units to satisfy the statutory tax obligation applicable to such transactions with the withheld shares being included in treasury stock.

(3) Represents restricted stock units to acquire shares of the Company's common stock that vest in equal installments on each of the first four anniversary dates following the date of grant of May 1, 2019.

(4) Represents restricted stock units to acquire shares of the Company's common stock that will vest in equal installments on each of the first three anniversary dates following the date of grant of May 2, 2023.

(5) Represents restricted stock units to acquire shares of the Company's common stock that will vest in equal installments on each of the first three anniversary dates following the date of grant of May 3, 2022.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lucchese David				

| 7250 S. TENAYA WAY SUITE 100 LAS VEGAS, NV 89113 | | | EVP, Sales and Marketing | |

Signatures

/s/ David Lucchese by Todd A. Valli, Attorney-in-Fact   **5/3/2023**