

☐ 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

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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 *				2. Issuer Name and Ticker or Trading Symbol						ol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
id			E	veri	i Holdi	ngs Inc.	[E	VRI]						
(First)	(Mie	ddle)	3.	3. Date of Earliest Transaction (MM/DD/YYYY)											
														ner (specify	below)
7250 S. TENAYA WAY, SUITE 100				5/1/2023											
(Stree	et)		4.	If A	mendmer	nt, Date O	rigin	al File	ed (MM/D	D/YYYY)	6. Individual o	or Joint/G	roup Filing	(Check Appl	icable Line)
LAS VEGAS, NV 89113										X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
) (Stat	te) (Zip	p)	Rı	ule 1	0b5-1(c)	Transaction	on In	dicati	on						
] Ch	eck this b	ox to indi	cate	that a	transacti	on was	made pursuant to	o a contra	ct, instructio	n or writt	ten plan
											•				•
		Table I -	Non-De	riva	tive Secu	rities Aco	quire	ed, Dis	sposed o	f, or Be	neficially Owne	d			
1.Title of Security (Instr. 3) 2. Trans.			Trans. Date	2A. Deemed Execution Date, if any 3. Trans. Co (Instr. 8)		or Disposed of (D)				Following Reported Transaction(s)			Ownership Form: of Indirect Beneficial Direct (D) Ownership		
						Code	V	Amour	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
			5/1/2023			M				\$0	1	173804		D	
			5/1/2023			F		1967	D	\$15.35	1	171837		D	
Stock 5/3/202			5/3/2023			176837 D									
			5/3/2023			F		1967	D D	\$15.13	174870			D	
Tab	le II - Der	ivative S	ecurities	Ben	eficially	Owned (e.g.,	puts,	calls, wa	rrants,	options, conver	tible secu	ırities)		
onversion Exercise rice of erivative	exercise te of ivative	Execution	Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		Securities Derivativ	underlying e Security	Inderlying Derivative Security Security		10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exerc			Title	Amount or Number of Shares		Reported	or Indirect	
<u>(1)</u>	5/1/2023		M			5000	9	<u>(3)</u>	<u>(3)</u>	Commo Stock	on 5000.0	\$0	0	D	
(1)	5/2/2022		A		21600		1	<u>(4)</u>	(4)	Commo	on 21600.0	\$0	21600	D	
(1)	5/2/2023		А		21000					Stock	21000.0	**	21000		
	(First) YA WAY (Street NV 891) (State Tabel onversion Exercise ice of erivative excurity	(First) (Mi YA WAY, SUIT (Street) NV 89113) (State) (Zip Table II - Der Onversion Exercise ice of crivative eccurity (Mi	(First) (Middle) YA WAY, SUITE 100 (Street) NV 89113 (State) (Zip) Table I - Derivative Surversion Exercise ice of crivative security (State) (Zip) A Description of the Execution of Execution of Exercise ice of crivative security	Street	YA WAY, SUITE 100	(First) (Middle) 3. Date of Earlie YA WAY, SUITE 100 (Street) 4. If Amendment NV 89113 (State) (Zip) Rule 10b5-1(c) Check this bethat is intended Table I - Non-Derivative Securities 2. Trans. Date 2A. Deemed 2A.	(First) (Middle) 3. Date of Earliest Transa YA WAY, SUITE 100 (Street) 4. If Amendment, Date O NV 89113 Rule 10b5-1(c) Transaction □ Check this box to indict that is intended to satisfy Table I - Non-Derivative Securities Acc 2. Trans. Date	(First) (Middle) 3. Date of Earliest Transaction YA WAY, SUITE 100 (Street) 4. If Amendment, Date Origin NV 89113 (State) (Zip) Rule 10b5-1(c) Transaction Ir Check this box to indicate that is intended to satisfy the a Table I - Non-Derivative Securities Acquired 2. Trans. Date 2. Trans. Date 2. Trans. Date, if any S/1/2023 M 5/1/2023 F Table II - Derivative Securities Beneficially Owned (e.g., onversion Exercise ice of errivative Securities Acquired (A) or Date Execution Date, if any 3. Trans. Date S/1/2023 F Table II - Derivative Securities Beneficially Owned (e.g., onversion Date, if any Code [Execution Date, if any Code (Instr. 8) Code V (Instr. 8) Date Code V (A) Code Date Executies Bate of CD (Instr. 3, 4 and 5) Date Execution Date, if any Date Execution Disposed of (D) (Instr. 3, 4 and 5) Date Execution Date Date Execution Date Execution Date Execution Date Date Execution Date Date Execution Date Execution Date Execution Date Date Execution Date Date Execution Date Date Execution Date Execution Date Execution Date Date Date Execution Date Date Date Date Date Date Date Date	(First) (Middle) 3. Date of Earliest Transaction (MM/I YA WAY, SUITE 100 (Street) 4. If Amendment, Date Original File NV 89113 (State) (Zip) Rule 10b5-1(c) Transaction Indicate that a that is intended to satisfy the affirmate that is	(First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYYY 5/1/2023 (Street) 4. If Amendment, Date Original Filed (MM/D 5/1/2023 (State) (Zip) Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transactive that is intended to satisfy the affirmative deformable of the content	(First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) Solution (Street) 4. If Amendment, Date Original Filed (MM/DD/YYYY) NV 89113 (State) (Zip) Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was that is intended to satisfy the affirmative defense contains that is intended to satisfy the affirmative defense contains that is intended to satisfy the affirmative defense contains (Instr. 8) 2. Trans. Date 3. Trans. Code (Instr. 8) Code V Amount (A) or (D) (Instr. 3, 4 and 5) Solution Solution A solution Solution Solution Solution Solution A solution Solution Solution A solution Solution Solution Solution Code (Instr. 8) Solution Solution Solution Code (Instr. 8) Solution Solution	Everi Holdings Inc. [EVRI] Director	Everit Holdings Inc. EVRI	Code V Amount of Code V Amount of Code V Amount of Solutions of Code V Amount of Solutions of Code V Amount of Solutions of Code V Amount of Code Code Code V Amount of Code Code Code Code V	Street S

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

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

Signatures

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

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