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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person * <u>Bacchus Amir</u> (Last) (First) (Middle) <u>C/O P3 HEALTH PARTNERS INC.</u> <u>2370 CORPORATE CIRCLE, SUITE 300</u> (Street) <u>HENDERSON NV 89074</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>P3 Health Partners Inc. [PIII]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Medical Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/06/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	04/06/2023		A		1,005,193 ⁽¹⁾	A	(1)	1,005,193	D	
Class A Common Stock	04/06/2023		A		251,298 ⁽²⁾	A	(2)	251,298	I	By Charlee Co LLC ⁽³⁾
Class V Common Stock								15,032,528	D	
Class V Common Stock								3,758,130	I	By Charlee Co LLC ⁽³⁾

Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrant	\$1.13	04/06/2023		A		753,895 ⁽¹⁾		(4)	04/05/2028	Class A Common Stock	753,895	(1)	753,895	D	
Warrant	\$1.13	04/06/2023		A		188,474 ⁽²⁾		(4)	04/05/2028	Class A Common Stock	188,474	(2)	188,474	I	By Charlee Co LLC ⁽³⁾

Explanation of Responses:

- The reported securities were issued in connection with the Issuer's sale of 1,005,193 Units purchased by the Reporting Person for \$1.1938 per Unit. Each Unit consists of (i) one share of Class A Common Stock and (ii) 0.75 of a warrant to purchase one share of Class A Common Stock.
- The reported securities were issued in connection with the Issuer's sale of 251,298 Units purchased by the Reporting Person for \$1.1938 per Unit. Each Unit consists of (i) one share of Class A Common Stock and (ii) 0.75 of a warrant to purchase one share of Class A Common Stock.
- These shares are held directly by Charlee Co LLC, an entity for which the Reporting Person serves as managing member.
- Exercisable Immediately.

/s/ Jessica Puathasnanon, as attorney-in-fact

04/10/2023

** 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.