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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>LEAVITT LEGACY, LLC</u> <hr/> (Last) (First) (Middle) <u>95 SOUTH STATE STREET</u> <u>SUITE 2190</u> <hr/> (Street) <u>SALT LAKE CITY UT 84111</u> <hr/> (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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/24/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	05/24/2024		P		7,974,481 ⁽¹⁾	A	(1)	16,919,024	I	By Leavitt Equity Partners III, L.P.
Class A Common Stock								894,454	I	By Leavitt Equity Partners II, L.P.

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	\$0.502	05/24/2024		P		7,974,481 ⁽¹⁾		(2)	05/24/2031	Class A Common Stock	7,974,481	(1)	7,974,481	I	By Leavitt Equity Partners III, L.P.

1. Name and Address of Reporting Person * <u>LEAVITT LEGACY, LLC</u> <hr/> (Last) (First) (Middle) <u>95 SOUTH STATE STREET</u> <u>SUITE 2190</u> <hr/> (Street) <u>SALT LAKE CITY UT 84111</u> <hr/> (City) (State) (Zip)

1. Name and Address of Reporting Person *

[Leavitt Equity Partners II, L.P.](#)

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Leavitt Equity Partners II, LLC](#)

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Leavitt Equity Partners III, L.P.](#)

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Leavitt Equity Partners III, LLC](#)

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[LEP Management LLC](#)

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

1. Name and Address of Reporting Person *

LEAVITT TAYLOR S.

(Last) (First) (Middle)

95 SOUTH STATE STREET
SUITE 2190

(Street)

SALT LAKE CITY UT 84111

(City) (State) (Zip)

Explanation of Responses:

1. The reported securities were issued in connection with the Issuer's sale of 7,974,481 Units purchased by the Reporting Person for \$0.6270 per Unit. Each Unit consists of (i) one share of Class A Common Stock and (ii) one warrant to purchase one share of Class A Common Stock. The Units were issued directly to Leavitt Equity Partners III, L.P., of which Leavitt Equity Partners III, LLC is the general partner.

2. Exercisable Immediately.

Leavitt Legacy, LLC, By: /s/
Taylor Leavitt, authorized
signatory 06/26/2024

Leavitt Equity Partners II, LLC
By: /s/ Taylor Leavitt, authorized
signatory 06/26/2024

Leavitt Equity Partners II, L.P.,
By: /s/ Taylor Leavitt, authorized
signatory 06/26/2024

Leavitt Equity Partners III, LLC,
By: /s/ Taylor Leavitt, authorized
signatory 06/26/2024

Leavitt Equity Partners III, L.P.,
By: /s/ Taylor Leavitt, authorized
signatory 06/26/2024

LEP Management, LLC, By: /s/
Taylor Leavitt, authorized
signatory 06/26/2024

/s/ Taylor S. Leavitt 06/26/2024

** 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.