

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

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

1. Name and Address of Reporting Person* <u>Apex Holdco L.P.</u> _____ (Last) (First) (Middle) <u>767 5TH AVENUE, 23RD FLOOR</u> _____ (Street) <u>NEW YORK NY 10153</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Vericity, Inc. [VERY]</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>06/28/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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.		

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			
Common Stock	06/28/2024		s ⁽¹⁾		11,373,352	D	\$11.43	0	D	

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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Apex Holdco L.P.

 (Last) (First) (Middle)
767 5TH AVENUE, 23RD FLOOR

 (Street)
NEW YORK NY 10153

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Apex Holdco GP LLC

 (Last) (First) (Middle)
C/O J. C. FLOWERS & CO.
767 5TH AVENUE, 23TH FLOOR

 (Street)
NEW YORK NY 10153

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
JCF Associates IV L.P.

 (Last) (First) (Middle)
C/O J. C. FLOWERS & CO.
767 5TH AVENUE, 23TH FLOOR

 (City) (State) (Zip)

(Street)
NEW YORK NY 10153

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[JCF Associates IV Ltd.](#)

(Last) (First) (Middle)
C/O J. C. FLOWERS & CO.
767 5TH AVENUE, 23TH FLOOR

(Street)
NEW YORK NY 10153

(City) (State) (Zip)

1. Name and Address of Reporting Person*
[Flowers J. Christopher](#)

(Last) (First) (Middle)
C/O J. C. FLOWERS & CO.
767 5TH AVENUE, 23TH FLOOR

(Street)
NEW YORK NY 10153

(City) (State) (Zip)

Explanation of Responses:

1. The Issuer was acquired by a subsidiary of iA Financial Corporation, Inc. in accordance with an Agreement and Plan of Merger dated as of October 3, 2023, whereby each share of Common Stock outstanding (subject to certain exceptions) was converted into the right to receive \$11.43 in cash.

Remarks:

Exhibit 99.1 - Signatures and Joint Filer Information, incorporated by reference herein.

[Signatures Included in Exhibit 99.1](#) [07/02/2024](#)

** 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.

Joint Filer Information

Name of Joint Filer: Apex Holdco L.P.

Address of Joint Filer: c/o J. C. Flowers & Co.
767 5th Avenue
23rd Floor
New York, NY 10153

Issuer Name and Ticker or Trading Symbol: Vericity, Inc. [VERY]

Date of Earliest Transaction
(Month/Day/Year): 06/28/2024

Designated Filer: Apex Holdco L.P.

Signature:

Apex Holdco L.P.

By: Apex Holdco GP LLC, its general partner

/s/ Sally Rocker

Name: Sally Rocker

Title: Secretary

07/02/2024

Date

Joint Filer Information

Name of Joint Filer: Apex Holdco GP LLC

Address of Joint Filer: c/o J. C. Flowers & Co.
767 5th Avenue
23rd Floor
New York, NY 10153

Issuer Name and Ticker or Trading Symbol: Vericity, Inc. [VERY]

Date of Earliest Transaction
(Month/Day/Year): 06/28/2024

Designated Filer: Apex Holdco L.P.

Signature:

Apex Holdco GP LLC

/s/ Eric Rahe

Name: Eric Rahe

Title: Vice President

07/02/2024

Date

Joint Filer Information

Name of Joint Filer: JCF Associates IV L.P.

Address of Joint Filer: c/o J. C. Flowers & Co.
767 5th Avenue
23rd Floor
New York, NY 10153

Issuer Name and Ticker or Trading Symbol: Vericity, Inc. [VERY]

Date of Earliest Transaction
(Month/Day/Year): 06/28/2024

Designated Filer: Apex Holdco L.P.

Signature:

JCF Associates IV L.P.

By: JCF Associates IV Ltd., its general partner

/s/ J. Christopher Flowers

Name: J. Christopher Flowers

Title: Director

07/02/2024

Date

Joint Filer Information

Name of Joint Filer: JCF Associates IV Ltd.
Address of Joint Filer: c/o J. C. Flowers & Co.
767 5th Avenue
23rd Floor
New York, NY 10153
Issuer Name and Ticker or Trading Symbol: Vericity, Inc. [VERY]
Date of Earliest Transaction
(Month/Day/Year): 06/28/2024
Designated Filer: Apex Holdco L.P.

Signature:

JCF Associates IV Ltd.

/s/ J. Christopher Flowers

Name: J. Christopher Flowers

Title: Director

07/02/2024

Date

Joint Filer Information

Name of Joint Filer: J. Christopher Flowers

Address of Joint Filer: c/o J. C. Flowers & Co.
767 5th Avenue
23th Floor
New York, NY 10153

Issuer Name and Ticker or Trading Symbol: Vericity, Inc. [VERY]

Date of Earliest Transaction
(Month/Day/Year): 06/28/2024

Designated Filer: Apex Holdco L.P.

Signature:

/s/ J. Christopher Flowers
Name: J. Christopher Flowers

07/02/2024
Date
