

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Fleming Graham</b> <small>(Last) (First) (Middle)</small> <b>C/O FINANCE OF AMERICA COMPANIES INC., 909 LAKE CAROLYN PARKWAY, SUITE 1550</b> <small>(Street)</small> <b>IRVING, TX 75039</b> <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>Finance of America Companies Inc. [FOA]</b> 3. Date of Earliest Transaction (Month/Day/Year) <b>09/29/2021</b> 4. If Amendment, Date Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <div style="border: 1px solid black; padding: 2px; width: fit-content; margin-left: 20px;">President</div> 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
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**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	09/29/2021		M	(1)(2)	36,895	A	(1)	36,895	I	By Corp (3)
Class A Common Stock	09/29/2021		D	(2)	36,895	D	\$ 0 (2)	0	I	By Corp (3)
Class A Common Stock	09/29/2021		M		326,798	A	(4)	326,798	D	
Class A Common Stock	09/29/2021		F	(5)	162,027	D	\$ 5.03	164,771	D	
Class A Common Stock								20,000	I	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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 Underlying Securities (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				
LLC Units of Finance of America Equity Capital LLC (3)	(1)	09/29/2021		M	(1)	36,895 (2)	(1)	(1)	Class A Common Stock (1)	36,895	\$ 0	1,304,844	I	By Corp (3)
Restricted Stock Units	(4)	09/29/2021		M		326,798	(4)	(4)	Class A Common Stock	326,798	\$ 0	980,397	D	

## Reporting Owners

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

Fleming Graham C/O FINANCE OF AMERICA COMPANIES INC. 909 LAKE CAROLYN PARKWAY, SUITE 1550 IRVING, TX 75039			President	
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### Signatures

/s/ Tracy Lowe, as Attorney-in-Fact		10/01/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

### Explanation of Responses:

- \* 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).
- (1) Pursuant to the terms of an exchange agreement, dated as of April 1, 2021, limited liability company units of Finance of America Equity Capital LLC ("FOA Units") held by the Reporting Person are exchangeable for shares of the Issuer's Class A common stock ("Class A Common Stock") on a one-for-one basis. These exchange rights do not expire.  
Pursuant to the LTIP Award Settlement Agreement (the "LTIP Award Settlement Agreement"), dated as of October 12, 2020, by and among the Issuer, the and certain equityholders of the Issuer and Finance of America Equity Capital LLC, such equityholders are obligated to deliver a number of shares of Class A Common Stock (either held or acquired upon conversion of
- (2) FOA Units) to the Issuer in connection with the settlement of awards of restricted stock units granted by the Issuer. On September 29, 2021, in connection with the Issuer's settlement of restricted stock units into shares of Class A Common Stock, the Reporting Person converted certain FOA Units and delivered certain shares of Class A Common Stock to the Issuer pursuant to the LTIP Award Settlement Agreement.  
The Reporting Person previously reported beneficially owning FOA Units indirectly through ownership of limited liability company units of UFG Management Holdings LLC. In
- (3) connection with an internal restructuring, UFG Management Holdings LLC dissolved, distributing all of the FOA Units held by it to its equity owners in a pro rata in-kind distribution, and the Reporting Persons now owns such FOA Units indirectly through a wholly-owned corporation.  
Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock. The restricted stock units will be settled in either Class A Common Stock or cash
- (4) (or a combination thereof) at the discretion of the Issuer's compensation committee. The remaining restricted stock units vest in equal installments on each of the first three anniversaries of April 1, 2021, subject to each holder's continued employment or good leaver termination, in each case, as further described in the LTIP Award Settlement Agreement.
- (5) Represents the withholding of shares of Class A Common Stock in connection with the settlement of restricted stock units.

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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