

# FORM 4

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

|  |           |
|--|-----------|
| OMB APPROVAL                                   |           |
| OMB Number:                                    | 3235-0287 |
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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 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

(Print or Type Responses)

|  |  |  |   |  |  |   |  |  |
|--|--|--|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person *<br>BTO Urban Holdings L.L.C.       |  |  | 2. Issuer Name and Ticker or Trading Symbol<br>Finance of America Companies Inc. [FOA]  |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last) (First) (Middle)<br>C/O THE BLACKSTONE GROUP INC., 345<br>PARK AVENUE |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/29/2021                          |  |  |   |  |  |
| (Street)<br>NEW YORK, NY 10154   |  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                    |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person  |  |  |
| (City) (State) (Zip)   |  |  | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |   |  |  |

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |          | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|---|---|-----------------------------------|---|--|------------|----------|--|---|--|
|                                    |   |   | Code                              | V | Amount   | (A) or (D) | Price    |  |   |  |
| Class A Common Stock               | 09/29/2021                              |   | J(1)                              |   | 1,393,463  | D          | \$ 0 (1) | 629,303  | I   | See Footnotes (2) (5) (6) (7) (10) (11) (12) (13)        |
| Class A Common Stock               | 09/29/2021                              |   | J(1)                              |   | 7,999  | D          | \$ 0 (1) | 3,613  | I   | See Footnotes (3) (8) (10) (11) (12) (13)                |
| Class A Common Stock               | 09/29/2021                              |   | J(1)                              |   | 609,926  | D          | \$ 0 (1) | 22,456,569   | I   | See Footnotes (4) (9) (10) (11) (12) (13)                |

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

**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 control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|---|--|---|---|-----------------------------------|---|--|-----|---|-----------------|--|---|---|---|---|
|   |  |   |   | Code                              | V | (A)  | (D) | Date Exercisable  | Expiration Date |  |   |   |   |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BTO Urban Holdings L.L.C.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154                                      |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - S - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK 10154               |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154               |               | X         |         |       |
| Blackstone Tactical Opportunities Fund II - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154            |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - A (RA) - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154      |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - I - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154           |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - C - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154, NY 10154 |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - L - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154           |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - O - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154           |               | X         |         |       |
| Blackstone Tactical Opportunities Fund - N - NQ L.P.<br>C/O THE BLACKSTONE GROUP INC.<br>345 PARK AVENUE<br>NEW YORK, NY 10154           |               | X         |         |       |

## Signatures

|  |  |            |
|--|--|------------|
| BTO URBAN HOLDINGS L.L.C., By: /s/ Menes Chee, Name: Menes Chee, Title: Manager  |  | 10/01/2021 |
| <b>**Signature of Reporting Person</b>   |  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - NQ L.P., By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP, By:BTOA-NQ L.L.C., its SM, By:Blackstone Holdings II, L.P., its MM, By:Blackstone Holdings I/II GP L.L.C., its GP, By:/s/ Tabea Hsi, SMD |  | 10/01/2021 |
| <b>**Signature of Reporting Person</b>   |  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND II - NQ L.P., By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP By:BTOA-NQ LLC, its sole member By:Blackstone Holdings II, LP, its MM By:Blackstone Holdings I/II GP LLC, its GP By:/s/ Tabea Hsi, SMD |  | 10/01/2021 |
| <b>**Signature of Reporting Person</b>   |  | Date       |

|  |            |
|--|------------|
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - A (RA) - NQ L.P., By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP, By:BTOA-NQ LLC, its SM, By:Blackstone Holdings II, LP, its MM, By:Blackstone Holdings I/II GP LLC, its GP By:/ Tabea Hsi, SMD | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - I - NQ L.P., By: Blackstone Tactical Opportunities Associates - NQ LLC, its GP, By: BTOA-NQ LLC, its SM, By: Blackstone Holdings II, LP, its MM, By: Blackstone Holdings I/II GP LLC, its GP, By:/ Tabea Hsi, SMD | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - S - NQ L.P. By: Blackstone Tactical Opportunities Associates - NQ LLC, its GP By: BTOA-NQ LLC, its SM By: Blackstone Holdings II, LP, its MM By: Blackstone Holdings I/II GP LLC, its GP By:/ Tabea Hsi, SMD      | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - C - NQ L.P. By: Blackstone Tactical Opportunities Associates - NQ LLC, its GP By: BTOA-NQ LLC, its SM By: Blackstone Holdings II, LP, its MM By: Blackstone Holdings I/II GP LLC, its GP By:/ Tabea Hsi, SMD      | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - L - NQ L.P., By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP, By:BTOA-NQ LLC, its SM, By:Blackstone Holdings II, LP, its MM, By:Blackstone Holdings I/II GP LLC, its GP By:/ Tabea Hsi, SMD      | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - O - NQ L.P. By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP By:BTOA-NQ LLC, its SM, By:Blackstone Holdings II, L.P., its MM By:Blackstone Holdings I/II GP L.L.C. its GP, By:/ Tabea Hsi, SMD    | 10/01/2021 |
| **Signature of Reporting Person  | Date       |
| BLACKSTONE TACTICAL OPPORTUNITIES FUND - N - NQ L.P., By:Blackstone Tactical Opportunities Associates - NQ LLC, its GP, By:BTOA-NQ LLC, its SM, By:Blackstone Holdings II, LP, its MM, By:Blackstone Holdings I/II GP LLC, its GP, By:/ Tabea Hsi, SMD     | 10/01/2021 |
| **Signature of Reporting Person  | Date       |

## 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).

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 the Issuer's Class A common stock ("Class A Common Stock") 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, certain Reporting Persons delivered certain shares of Class A Common Stock to the Issuer pursuant to the LTIP Award Settlement Agreement.

- (2) Reflects securities directly held by BTO Urban Holdings L.L.C.
- (3) Reflects securities directly held by Blackstone Family Tactical Opportunities Investment Partnership NQ - ESC L.P.
- (4) Reflects securities directly held by BTO Urban Holdings II L.P.

BTO Urban Holdings L.L.C. is owned by Blackstone Tactical Opportunities Fund - NQ L.P., Blackstone Tactical Opportunities Fund II - NQ L.P., Blackstone Tactical Opportunities Fund - A (RA) - NQ L.P., Blackstone Tactical Opportunities Fund - I - NQ L.P., Blackstone Tactical Opportunities Fund - S - NQ L.P., Blackstone Tactical Opportunities Fund - C - NQ L.P., Blackstone Tactical Opportunities Fund - L - NQ L.P., Blackstone Tactical Opportunities Fund - O - NQ L.P., Blackstone Tactical Opportunities Fund - N - NQ L.P., Blackstone Tactical Opportunities Fund - U - NQ L.L.C., Blackstone Tactical Opportunities Fund II - C - NQ L.P., Blackstone Tactical Opportunities Fund - T - NQ L.P. (collectively, each of the Blackstone Tactical Opportunities Funds described in this paragraph shall be referred to as the "Blackstone Tactical Opportunities Funds"), (continued in footnote (6)),

- (6) BTAS NQ Holdings L.L.C. and Blackstone Family Tactical Opportunities Investment Partnership SMD L.P. The general partner of each of the Blackstone Tactical Opportunities Funds is Blackstone Tactical Opportunities Associates - NQ L.L.C. The sole member of Blackstone Tactical Opportunities Associates - NQ L.L.C. is BTOA - NQ L.L.C. The managing member of BTOA - NQ LLC is Blackstone Holdings II L.P. The managing member of BTAS NQ Holdings L.L.C. is BTAS Associates - NQ L.L.C. The managing member of BTAS Associates - NQ L.L.C. is Blackstone Holdings II L.P.
- (7) The general partner of Blackstone Family Tactical Opportunities Investment Partnership SMD L.P. is Blackstone Family GP L.L.C. Blackstone Family GP L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Mr. Schwarzman.
- (8) The general partner of Blackstone Family Tactical Opportunities Investment Partnership NQ - ESC L.P. is BTO-NQ Side-by-Side GP L.L.C. The sole member of BTO-NQ Side-by-Side GP L.L.C. is Blackstone Holdings II L.P.

The general partner of BTO Urban Holdings II L.P. is Blackstone Tactical Opportunities Associates L.L.C. The managing member Blackstone Tactical Opportunities Associates L.L.C. is BTOA L.L.C. The managing member of BTOA L.L.C. is Blackstone Holdings III L.P. Blackstone Holdings III GP L.P. is the general partner of Blackstone Holdings III L.P. Blackstone Holdings III GP Management L.L.C. is the general partner of Blackstone Holdings III GP L.P.

- (10) The general partner of Blackstone Holdings II L.P. is Blackstone Holdings I/II GP L.L.C. Blackstone Inc. is the sole member of each of Blackstone Holdings I/II GP L.L.C. and Blackstone Holdings III GP Management L.L.C. The sole holder of the Series II preferred stock of Blackstone Inc. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.

- (11) Due to the limitations of the electronic filing system certain Reporting Persons are filing a separate Form 4.
- (12) Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
- Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934,
- (13) each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.