FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	<b>IN BENEFICIAL</b>	<b>OWNERSHIP</b>

2. Issuer Name **and** Ticker or Trading Symbol

OMB APPR	ROVAL
OMB Number:	3235-0287
Estimated average bu	urden
hours per response:	0.5

5. Relationship of Reporting Person(s) to Issuer

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

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

Name and Address of Reporting Person*     COHEN DANIEL G		2. Issuer Name and Perella Wein				(Chec	Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner				
(Last) (First) 767 FIFTH AVENUE	(Middle)	3. Date of Earliest 11/09/2022	Transaction (	(Month	n/Day/Year)		Officer (give title below)	e Othe belov	r (specify v)		
(Street) NEW YORK NY	10153	4. If Amendment, D	Date of Origin	nal File	d (Month/Day	//Year)	6. Ind Line) X	Form filed by Or Form filed by Mo Person	ne Reporting Pe	erson	
(City) (State)	(Zip)										
	e I - Non-Derivat			l, Dis	_			- I	T		
1. Title of Security (Instr. 3)	2. Transactic Date (Month/Day/	Execution Da	Code		4. Securities Disposed Of 5)	(A) or	(A) or . 3, 4 and Price	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)	
Class A Common Stock	11/09/20	22	S		7,626	D	\$8.3(1)	764,641	I	By FinTech Masala Holdings, LLC <sup>(2)</sup>	
Class A Common Stock	11/09/20	22	S		7,626	D	\$8.3(1)	764,641	I	By FinTech Masala Holdings, LLC <sup>(3)</sup>	
Class A Common Stock	11/10/20	22	S		17,374	D	\$8.6(4)	747,267	I	By FinTech Masala Holdings, LLC <sup>(2)</sup>	
Class A Common Stock	11/10/20	22	S		17,374	D	\$8.6(4)	747,267	I	By FinTech Masala Holdings, LLC <sup>(3)</sup>	
Class A Common Stock								80,852	D		
Class A Common Stock								11,951	I	By FinTech Masala Advisors IV, LLC <sup>(5)</sup>	
Class A Common Stock								11,951	I	By FinTech Masala Advisors IV, LLC <sup>(6)</sup>	
Class A Common Stock								57,923	I	By DGC Family FinTech Trust <sup>(7)</sup>	
Class A Common Stock								116,229	I	By FinTech Masala Holdings, LLC <sup>(8)</sup>	

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)			s Acquired (A) or f (D) (Instr. 3, 4 and		d Securit Benefic Owned	5. Amount of Securities Beneficially Owned Following		nership : Direct · Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
			Code					v	Amount	(A) or (D) Price		Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Class A Common Stock														13	3,602		,	By DGC Family FinTech Trust <sup>(9)</sup>
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)	Executi if any	Deemed 4. ccution Date, Transa				6. Date Exercisable Expiration Date (Month/Day/Year)		te Amount of Securities		8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Securities Beneficiae Owned Following Reported Transacti (Instr. 4)		e Ownership s Form: llly Direct (D) or Indirect g (I) (Instr. 4)		Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares					

## **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$8.25 to \$8.44, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.
- 2. Represents shares held directly by FinTech Masala, LLC ("Masala LLC"), FinTech Investor Holdings IV, LLC ("Holdings"), and FinTech Masala Advisors IV, LLC ("Masala"). FinTech Masala Holdings, LLC ("Manager HoldCo") is the sole member of Masala LLC. Each of Holdings and Masala is managed by Cohen Sponsor Interests IV, LLC ("Manager"), which, in turn, is indirectly owned by Manager HoldCo. The reporting person owns one-third of Manager HoldCo. The amount reported consists of the reporting person's pecuniary interest therein. The reporting person disclaims beneficial ship of any other securities held directly by Masala LLC, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for any other purpose.
- 3. Represents shares held directly by Masala LLC, Holdings, and Masala. Manager HoldCo is the sole member of Masala LLC. Each of Holdings and Masala is managed by Manager, which, in turn, is indirectly owned by Manager HoldCo. DGC Family FinTech Trust (the "Trust") owns one-third of Manager HoldCo. The amount reported consists of the Trust's pecuniary interest therein. Each of the reporting person and the Trust disclaims beneficial ownership of any other securities held directly by Holdings and Masala, except to the extent of his or its respective pecuniary interest therein, and this report shall not be deemed an admission that the reporting person or the Trust is the beneficial owner of such securities for any other purpose.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$8.435 to \$8.86, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above
- 5. Represents shares held directly by Masala. The reporting person is a member of Masala. The amount reported consists of the reporting person's pecuniary interest therein. The reporting person disclaims beneficial ownership of any other securities held directly by Masala, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for any other purpose.
- 6. Represents shares held directly by Masala. The Trust is a member of Masala. The children of the reporting person are beneficiaries of the Trust. The amount reported consists of the Trust's pecuniary interest therein. Each of the reporting person and the Trust disclaims beneficial ownership of any other securities held directly by Masala, except to the extent of his or its respective pecuniary interest therein, and this report shall not be deemed an admission that the reporting person or the Trust is the beneficial owner of such securities for any other purpose.
- 7. Represents shares held directly by the Trust. The children of the reporting person are beneficiaries of the Trust.
- 8. Represents shares held directly by Holdings and Masala, each of which is managed by Manager, which, in turn, is indirectly owned by Manager HoldCo. The reporting person owns one-third of Manager HoldCo. The amount reported consists of the reporting person's pecuniary interest therein. The reporting person disclaims beneficial ownership of any other securities held directly by Holdings and Masala, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for any other purpose.
- 9. Represents shares held directly by Holdings and Masala, each of which is managed by Manager, which, in turn, is indirectly owned by Manager HoldCo. The Trust owns one-third of Manager HoldCo. The amount reported consists of the Trust's pecuniary interest therein. Each of the reporting person and the Trust disclaims beneficial ownership of any other securities held directly by Holdings and Masala, except to the extent of his or its respective pecuniary interest therein, and this report shall not be deemed an admission that the reporting person or the Trust is the beneficial owner of such securities for any other purpose.

## Remarks:

<u>/s/ Mark Polemeni, Attorney-</u>

11/14/2022

\*\* Signature of Reporting Person

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.