

**FORM 4**

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

**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 Carey James D		2. Issuer Name and Ticker or Trading Symbol HireRight Holdings Corp [HRT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/25/2022		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
100 CENTERVIEW DRIVE, SUITE 300			4. If Amendment, Date Original Filed (Month/Day/Year) 06/06/2022		
NASHVILLE, TN 37214					
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>		

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, par value \$0.001 per share	05/25/2022		P		130,531	A	\$ 13.8877 (1)	16,682,955	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	05/26/2022		P		84,127	A	\$ 14.2745 (5)	16,767,082	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	05/27/2022		P		22,435	A	\$ 14.4893 (6)	16,789,517	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	05/31/2022		P		52,471	A	\$ 14.667 (7)	16,841,988	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	06/01/2022		P		46,953	A	\$ 14.3972 (8)	16,888,941	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	06/02/2022		P		7,218	A	\$ 14.8016 (9)	16,896,159	I	See footnote (2) (3) (4)
Common Stock, par value \$0.001 per share	06/02/2022		M (10)		4,342 (10)	A	\$ 0	16,900,501	I	See footnote (2) (3) (4) (11)

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 (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	Title	Amount or Number of Shares				

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carey James D 100 CENTERVIEW DRIVE, SUITE 300 NASHVILLE, TN 37214	X			

**Signatures**

/s/ Brian Copple, as Attorney-in-Fact, for James D. Carey	06/21/2022
<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) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$13.11 to \$14.00, 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, the purchase price for each separate transaction within the range set forth above.
- (2) Shares of Common Stock are held by Trident VII, L.P., Trident VII Parallel Fund, L.P., Trident VII DE Parallel Fund, L.P. and Trident VII Professionals Fund, L.P. (the "Trident VII Partnerships"). Trident Capital VII, L.P. ("Trident VII GP") is the general partner of Trident VII, L.P., Point GP Ltd. is the general partner of Trident VII Professionals Fund, L.P.
- (3) Pursuant to certain management agreements, Stone Point Capital LLC, the investment manager of the Trident VII Partnerships, has received delegated authority by Trident VII GP relating to the Trident VII Partnerships, provided that the delegated discretion to exercise voting rights may be exercised by the Investment Committee of the Trident VII GP or a majority of the general partners of the Trident VII GP. Mr. Carey, as a member of the investment committee and owner of one of the five general partners of Trident Capital VII, L.P., may be deemed to be the beneficial owner of any securities reported herein.
- (4) Mr. Carey disclaims beneficial ownership of the shares of Common Stock held of record or beneficially owned by the Trident VII Partnerships, except to the extent of any pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of the Securities Exchange Act of 1934, Mr. Carey is the beneficial owner of any securities reported herein.
- (5) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$13.97 to \$14.40, 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, the purchase price for each separate transaction within the range set forth above.
- (6) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$14.35 to \$14.50, 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, the purchase price for each separate transaction within the range set forth above.
- (7) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$14.47 to \$14.75, 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, the purchase price for each separate transaction within the range set forth above.
- (8) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$14.145 to \$14.49, 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, the purchase price for each separate transaction within the range set forth above.
- (9) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions ranging from \$14.78 to \$14.87, 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, the purchase price for each separate transaction within the range set forth above.
- (10) The restricted stock units (RSUs) were originally granted on October 28, 2021 under the Company's 2021 Omnibus Incentive Plan. The RSUs vested fully on June 2, 2022.
- (11) Each RSU represents the contingent right to receive, upon vesting of the RSU, one share of Common Stock. These RSUs are granted to Mr. Carey by him solely for the benefit of Stone Point Capital LLC (Stone Point), of which Mr. Carey is a managing director. Mr. Carey disclaims any beneficial ownership of these RSUs. Stone Point may be deemed an indirect owner of these RSUs.

**Remarks:**  
The original Form 4, filed on June 6, 2022, is being amended by this Form 4 amendment to correct an administrative error, which misreported Box 5 amount of securities beneficially owned following the vesting of RSUs on June 2, 2022

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.