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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person *<br><u>MATTHEWS JAMES R</u><br>_____<br>(Last) (First) (Middle)<br><u>100 CENTERVIEW DRIVE, SUITE 300</u><br>_____<br>(Street)<br><u>NASHVILLE TN 37214</u><br>_____<br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>HireRight Holdings Corp [ HRT ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below)                       |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>05/25/2024</u>                 |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                              | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**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                    | 05/25/2024                           |  | M <sup>(1)</sup>               |   | 16,369 <sup>(1)</sup>   | A          | \$0   | 31,602  | I  | See footnote <sup>(2)</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) | 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 | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title                       |
| Restricted Stock Unit (RSU) <sup>(2)</sup> | \$0  | 05/25/2024                           |  | M                              |   |  | 16,369 | (1)  | (1)             | Common Stock  | 16,369                                     | \$0  | 0   | I  | See footnote <sup>(2)</sup> |

**Explanation of Responses:**

- 16,369 RSUs were originally granted on May 25, 2023 under the Company's 2021 Omnibus Incentive Plan. The RSUs vested fully on May 25, 2024.
- Each RSU represented the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock. These RSUs granted to Mr. Matthews were held by him, and the shares of common stock issued upon vesting of the RSUs are held by him solely for the benefit of Stone Point Capital LLC (Stone Point), of which Mr. Matthews is a managing director. Mr. Matthews disclaimed beneficial ownership of these RSUs and disclaims beneficial ownership of the shares of common stock issued upon vesting of the RSUs, except to the extent of his pecuniary interest therein, if any. Stone Point may be deemed an indirect owner of these RSUs.

**Remarks:**

/s/ Brian Copple, as Attorney-in-Fact, for James R. Matthews      05/28/2024

\*\* 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.