

OMB APPROVAL	
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

1. Name and Address of Reporting Person* <u>RC IV Cayman ICW Holdings LLC</u> <hr/> (Last) (First) (Middle) <u>C/O ROARK CAPITAL MANAGEMENT, LLC</u> <u>1180 PEACHTREE STREET, SUITE 2500</u> <hr/> (Street) <u>ATLANTA GA 30309</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Driven Brands Holdings Inc. [ DRVN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks.
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/09/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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, par value \$0.01 per share	08/09/2021		s		3,869,490	D	\$29.5	35,300,367	I	See footnote <sup>(1)(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)
					(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
RC IV Cayman ICW Holdings LLC  


---

 (Last) (First) (Middle)  
C/O ROARK CAPITAL MANAGEMENT, LLC  
1180 PEACHTREE STREET, SUITE 2500  


---

 (Street)  
ATLANTA GA 30309  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RC IV Cayman Equity ICW LLC  


---

 (Last) (First) (Middle)  
C/O ROARK CAPITAL MANAGEMENT, LLC  
1180 PEACHTREE STREET, SUITE 2500  


---

 (Street)  
ATLANTA GA 30309  


---

 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Roark Capital Partners IV Cayman AIV LP  


---

 (Last) (First) (Middle)  
C/O ROARK CAPITAL MANAGEMENT, LLC

1180 PEACHTREE STREET, SUITE 2500

(Street)

ATLANTA GA 30309

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Roark Capital GenPar IV Cayman AIV LP](#)

(Last) (First) (Middle)

C/O ROARK CAPITAL MANAGEMENT, LLC  
1180 PEACHTREE STREET, SUITE 2500

(Street)

ATLANTA GA 30309

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Roark Capital GenPar IV Cayman AIV Ltd.](#)

(Last) (First) (Middle)

C/O ROARK CAPITAL MANAGEMENT, LLC  
1180 PEACHTREE STREET, SUITE 2500

(Street)

ATLANTA GA 30309

(City) (State) (Zip)

**Explanation of Responses:**

1. Consists of shares held directly by RC IV Cayman ICW Holdings LLC. RC IV Cayman ICW Holdings LLC is controlled by RC IV Cayman Equity ICW LLC. RC IV Cayman Equity ICW LLC is controlled by Roark Capital Partners IV Cayman AIV LP, which is in turn controlled by its general partner, Roark Capital GenPar IV Cayman AIV LP. Roark Capital GenPar IV Cayman AIV LP is controlled by its general partner, Roark Capital GenPar IV Cayman AIV Ltd. (Continued in FN2)
2. (Continued from FN1) Each of Roark Capital Partners IV Cayman AIV LP, Roark Capital GenPar IV Cayman AIV LP and Roark Capital GenPar IV Cayman AIV Ltd. may be deemed to have voting and dispositive power with respect to the common stock directly owned by RC IV Cayman ICW Holdings LLC and therefore be deemed to be the beneficial owner of the common stock held by RC IV Cayman ICW Holdings LLC, but each disclaims beneficial ownership of such common stock except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such entity or person is the beneficial owner of or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

**Remarks:**

The reporting persons are members of a 10% group with Driven Equity LLC, RC Driven Holdco LLC, Roark Capital Partners III LP, Roark Capital GenPar III LLC and Neal K Aronson (the "Driven Equity Parties"). None of the shares of common stock held by Mr. Aronson and the Driven Equity Entities are reflected in this report.

[See signatures attached as Exhibit 99.1](#)

[08/11/2021](#)

\*\* 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.

**This statement on Form 4 is filed by:** (i) RC IV Cayman ICW Holdings LLC, (ii) RC IV Cayman Equity ICW LLC, (iii) Roark Capital Partners IV Cayman AIV LP, (iv) Roark Capital GenPar IV Cayman AIV LP and (v) Roark Capital GenPar IV Cayman AIV Ltd.

**Name of Designated Filer:** RC IV Cayman ICW Holdings LLC

**Date of Event Requiring Statement:** August 9, 2021

**Issuer Name and Ticker or Trading Symbol:** Driven Brands Holdings Inc. [DRVN]

**RC IV CAYMAN ICW HOLDINGS LLC**

By: /s/ Stephen D. Aronson  
Name: Stephen D. Aronson  
Title: Manager

**RC IV CAYMAN EQUITY ICW LLC**

By: /s/ Paul Ginsberg  
Name: Paul Ginsberg  
Title: Director

**ROARK CAPITAL PARTNERS IV CAYMAN AIV LP**

By: /s/ Paul Ginsberg  
Name: Paul Ginsberg  
Title: Director

**ROARK CAPITAL GENPAR IV CAYMAN AIV LP**

By: /s/ Paul Ginsberg  
Name: Paul Ginsberg  
Title: Director

**ROARK CAPITAL GENPAR IV CAYMAN AIV LTD.**

By: /s/ Paul Ginsberg  
Name: Paul Ginsberg  
Title: Director

---