

OMB APPROVAL	
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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>Driven Equity LLC</u> <hr/> (Last) (First) (Middle) C/O ROARK CAPITAL MANAGEMENT, LLC 1180 PEACHTREE STREET, SUITE 2500 <hr/> (Street) ATLANTA GA 30309 <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) 09/08/2021	

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	09/08/2021		S		597,181 <sup>(3)</sup>	D	\$29.5	73,575,368	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)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Driven Equity LLC  


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


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 (Street)  
 ATLANTA GA 30309  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RC Driven Holdco LLC  


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


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 (Street)  
 ATLANTA GA 30309  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Roark Capital Partners III LP  


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 (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 III LLC](#)

(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 Driven Equity LLC. Driven Equity LLC is controlled by RC Driven Holdco LLC. RC Driven Holdco LLC is controlled by Roark Capital Partners III LP, which is in turn controlled by its general partner, Roark Capital GenPar III LLC. Roark Capital GenPar III LLC is controlled by its managing member, Neal K. Aronson. (Continued in FN2)
2. (Continued from FN1) Each of RC Driven Holdco LLC, Roark Capital Partners III LP, Roark Capital GenPar III LLC and Mr. Aronson may be deemed to have voting and dispositive power with respect to the common stock directly owned by Driven Equity LLC and therefore be deemed to be the beneficial owner of the common stock held by Driven Equity 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.
3. These shares were sold by Driven Equity LLC pursuant to the underwriters' exercise in part of the option granted to the underwriters in connection with the recently closed public offering of common stock by Driven Equity LLC and RC IV Cayman ICW Holdings LLC.

**Remarks:**

The reporting persons are members of a 10% group with (i) Neal K Aronson and (ii) RC IV Cayman ICW Holdings LLC, RC IV Cayman Equity ICW LLC, Roark Capital Partners IV Cayman AIV LP, Roark Capital GenPar IV Cayman AIV LP and Roark Capital GenPar IV Cayman AIV Ltd (the "RC IV Entities"). None of the shares of common stock held by Mr. Aronson and the RC IV Entities are reflected in this report.

[See signatures attached as](#)

[Exhibit 99.1](#)

[09/10/2021](#)

\*\* 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) Driven Equity LLC, (ii) RC Driven Holdco LLC, (iii) Roark Capital Partners III LP and (iv) Roark Capital GenPar III LLC

**Name of Designated Filer:** Driven Equity LLC

**Date of Event Requiring Statement:** September 8, 2021

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

**DRIVEN EQUITY LLC**

By: /s/ Stephen D. Aronson  
Name: Stephen D. Aronson  
Title: General Counsel and Secretary

**RC DRIVEN HOLDCO LLC**

By: /s/ Stephen D. Aronson  
Name: Stephen D. Aronson  
Title: General Counsel and Secretary

**ROARK CAPITAL PARTNERS III LP**

By: /s/ Stephen D. Aronson  
Name: Stephen D. Aronson  
Title: Vice President, General Counsel and Secretary

**ROARK CAPITAL GENPAR III LLC**

By: /s/ Stephen D. Aronson  
Name: Stephen D. Aronson  
Title: General Counsel and Secretary

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