

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

OMB APPROVAL	
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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>ELLIS JOSHUA D.</u> (Last) (First) (Middle) <u>C/O SNAP ONE HOLDINGS CORP.</u> <u>1800 CONTINENTAL BLVD.,</u> <u>SUITE 200</u> (Street) <u>CHARLOTTE NC</u> <u>28273</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/28/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Snap One Holdings Corp.</u> [<u>SNPO</u>]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Legal Officer</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	48,660 ⁽¹⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options (Right to Buy)	(2)	07/27/2031	Common Stock	121,946	18	D	

Explanation of Responses:

1. Represents shares of common stock received in a distribution from Crackle Holdings L.P. in respect of certain of the reporting person's previously held interests in Crackle Holdings L.P. and 27,358 additional shares of restricted common stock received from the issuer in respect of unvested units in Crackle Holdings L.P., which will vest in equal installments on August 1 and February 1 with final vesting dates of August 1, 2024 and August 1, 2025.

2. Of these options, 96,946 are unvested options which will vest as follows: (i) 58,334 will vest in equal installments on August 1 and February 1 with a final vesting date of August 1, 2024 and (ii) 38,612 will vest 20% on August 1, 2021 and thereafter in equal installments February 1 and August 1 with a final vesting date of August 1, 2025.

Remarks:

/s/ Joshua D. Ellis
** Signature of Reporting Person

07/28/2021
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 5 (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.

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