

FORM 3

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF 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

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>H&F Corporate Investors VIII, Ltd.</u> (Last) (First) (Middle) <u>415 MISSION STREET, SUITE 5700</u> (Street) <u>SAN FRANCISCO CA 94105</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. [SNPO]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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	23,854,976	I	See Footnotes ⁽¹⁾⁽⁷⁾
Common Stock	10,706,163	I	See Footnotes ⁽²⁾⁽⁷⁾
Common Stock	2,023,312	I	See Footnotes ⁽³⁾⁽⁷⁾
Common Stock	607,517	I	See Footnotes ⁽⁴⁾⁽⁷⁾
Common Stock	124,638	I	See Footnotes ⁽⁵⁾⁽⁷⁾
Common Stock	18,107,829	I	See Footnotes ⁽⁶⁾⁽⁷⁾

**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			

1. Name and Address of Reporting Person* <u>H&F Corporate Investors VIII, Ltd.</u> (Last) (First) (Middle) <u>415 MISSION STREET, SUITE 5700</u> (Street) <u>SAN FRANCISCO CA 94105</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Hellman & Friedman Investors VIII, L.P.</u> (Last) (First) (Middle) <u>415 MISSION STREET, SUITE 5700</u>

(Street)
SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*
Hellman & Friedman Capital Partners VIII, L.P.

(Last) (First) (Middle)
415 MISSION STREET, SUITE 5700

(Street)
SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*
Hellman & Friedman Capital Partners VIII (Parallel), L.P.

(Last) (First) (Middle)
415 MISSION STREET, SUITE 5700

(Street)
SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*
HFCP VIII (Parallel - A), L.P.

(Last) (First) (Middle)
415 MISSION STREET, SUITE 5700

(Street)
SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*
H&F Executives VIII, L.P.

(Last) (First) (Middle)
415 MISSION STREET, SUITE 5700

(Street)
SAN FRANCISCO CA 94105

(City) (State) (Zip)

1. Name and Address of Reporting Person*
H&F Associates VIII, L.P.

(Last) (First) (Middle)
415 MISSION STREET, SUITE 5700

(Street)		
SAN FRANCISCO	CA	94105
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

H&F Copper Holdings VIII, L.P.

(Last)		
(First)		
(Middle)		
415 MISSION STREET, SUITE 5700		
(Street)		
SAN FRANCISCO	CA	94105
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*

H&F Copper Holdings VIII GP, LLC

(Last)		
(First)		
(Middle)		
415 MISSION STREET, SUITE 5700		
(Street)		
SAN FRANCISCO	CA	94105
(City)	(State)	(Zip)

Explanation of Responses:

- 1. Reflects securities directly held by Hellman & Friedman Capital Partners VIII, L.P. ("HFCP VIII").
- 2. Reflects securities directly held by Hellman & Friedman Capital Partners VIII (Parallel), L.P. ("HFCP VIII Parallel").
- 3. Reflects securities directly held by HFCP VIII (Parallel-A), L.P. ("HFCP VIII Parallel-A").
- 4. Reflects securities directly held by H&F Executives VIII, L.P. ("H&F VIII Executives").
- 5. Reflects securities directly held by H&F Associates VIII, L.P. ("H&F VIII Associates", and together with HFCP VIII, HFCP VIII Parallel, HFCP VIII Parallel-A and H&F VIII Executives, the "H&F VIII Funds").
- 6. Reflects securities directly held by H&F Copper Holdings VIII, L.P. ("Copper Holdings"), the general partner of which is H&F Copper Holdings VIII GP, LLC, the managing member of which is HFCP VIII.
- 7. Hellman & Friedman Investors VIII, L.P. ("H&F Investors VIII") is the general partner of each of the H&F VIII Funds. H&F Corporate Investors VIII, Ltd. ("H&F VIII") is the general partner of H&F Investors VIII. A three member board of directors of H&F VIII has investment discretion over the shares held by the H&F VIII Funds and Copper Holdings. Each of the members of the board of directors disclaims beneficial ownership of such shares, except to the extent of any respective pecuniary interest therein.

Remarks:

The Reporting Persons state that this filing shall not be an admission that the Reporting Persons are the beneficial owners of any of the securities reported herein, and each Reporting Person disclaims beneficial ownership of such securities except to the extent of such Reporting Person's pecuniary interest therein.

[H&F CORPORATE INVESTORS VIII, LTD.](#)
[By: /s/ Erik Ragatz Name: 07/28/2021](#)
[Erik Ragatz Title: Vice President](#)
[HELLMAN & FRIEDMAN INVESTORS VIII, L.P.](#)
[By: H&F Corporate Investors VIII, Ltd., as general partner By: /s/ Erik Ragatz Name: Erik Ragatz Title: Vice President](#)
[HELLMAN & FRIEDMAN CAPITAL PARTNERS VIII, L.P. By: Hellman & Friedman Investors VIII, L.P., as general partner By: H&F Corporate Investors VIII, Ltd., as general partner By: /s/ Erik Ragatz Name: 07/28/2021](#)

Erik Ragatz Title: Vice President
HELLMAN & FRIEDMAN CAPITAL PARTNERS VIII (PARALLEL), L.P. By: Hellman & Friedman Investors VIII, L.P., as general partner By: H&F Corporate Investors VIII, Ltd., general partner By: /s/ Erik Ragatz Name: Erik Ragatz Title: Vice President 07/28/2021
HFCP VIII (PARALLEL-A), L.P. By: Hellman & Friedman Investors VIII, L.P., as general partner By: H&F Corporate Investors VIII, Ltd., as general partner By: /s/ Erik Ragatz Name: Erik Ragatz Title: Vice President 07/28/2021
H&F EXECUTIVES VIII, L.P. By: Hellman & Friedman Investors VIII, L.P., as general partner By: H&F Corporate Investors VIII, Ltd., as general partner By: /s/ Erik Ragatz Name: Erik Ragatz Title: Vice President 07/28/2021
H&F ASSOCIATES VIII, L.P. By: Hellman & Friedman Investors VIII, L.P., as general partner By: H&F Corporate Investors VIII, Ltd., as general partner By: /s/ Erik Ragatz Name: Erik Ragatz Title: Vice President 07/28/2021
H&F COPPER HOLDINGS VIII, L.P. By: H&F Copper Holdings VIII GP, LLC, its GP, Hellman & Friedman Capital Partners VIII, L.P., its MM, Hellman & Friedman Investors VIII, L.P., its GP, H&F Corporate Investors VIII, Ltd., as GP By: /s/ Erik Ragatz Title: VP 07/28/2021
H&F COPPER HOLDINGS VIII GP, LLC By: Hellman & Friedman Capital Partners VIII, L.P., its managing member, By: Hellman & Friedman Investors VIII, L.P., its GP By: H&F Corporate Investors VIII, Ltd., its GP By: /s/ Erik Ragatz Title: Vice President 07/28/2021

** 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 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.

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.