

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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>Carlet Michael</u> <hr/> (Last) (First) (Middle) C/O SNAP ONE HOLDINGS CORP. 1800 CONTINENTAL BLVD., SUITE 200 <hr/> (Street) CHARLOTTE NC 28273 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Snap One Holdings Corp. [ SNPO ]</u>	5. 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 Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Rule 10b5-1(c) Transaction Indication**

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

**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	02/15/2024		A		67,841 <sup>(1)</sup>	A	\$0	422,056 <sup>(2)</sup>	D	
Common Stock	02/15/2024		F		1,674 <sup>(3)</sup>	D	\$8.5	420,382	D	
Common Stock	02/15/2024		F		5,472 <sup>(4)</sup>	D	\$8.5	414,910	D	
Common Stock	02/15/2024		F		616 <sup>(4)</sup>	D	\$8.5	414,294	D	

**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					

**Explanation of Responses:**

- Represents a grant of restricted stock units which will vest as follows: 1/4 of the shares will vest on February 15, 2025, and an additional 1/16 of the shares will vest quarterly thereafter in each of the following twelve quarters, subject to the Reporting Person's continuous service to the Issuer on each such date.
- This total includes a non reportable transaction, the cancellation of 129,671 Performance Restricted Stock Awards where the performance conditions were not achieved by February 4, 2024.
- Represents shares of common stock withheld for payment of taxes upon the vesting of performance restricted stock units.
- Represents shares of common stock withheld for payment of taxes upon the vesting of restricted stock units.

**Remarks:**

/s/ Joshua D. Ellis, Attorney-  
in-fact for Michael Carlet 02/20/2024

\*\* 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.