SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Title of Security	(Instr. 3)		2. Transaction Date	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a		5. Amount of Securities	6. Ownership Form: Direct (D)	7. Nature of Indirect	
		Table I - No	on-Derivative S	ecurities Acq	uired, Disp	osed of, or Beneficia	ally Ow	ned			
(City)	(State)	(Zip)									
(Street) SAN DIEGO	СА	92111						Form filed by One Form filed by More		ng Person	
5887 COPLEY DRIVE			4. If Ame	ndment, Date of Or	iginal Filed (Mo	onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
C/O GUILD HC		PANY						PRES	IDENT		
(Last)	(First)	(Middle)	3. Date o 10/21/2	f Earliest Transacti 022	on (Month/Day/	Year)		Officer (give title below)		specify	
1. Name and Addres		son*		Name and Ticker o <u>Holdings Co</u>		bol		tionship of Reporting F all applicable) Director	Person(s) to Issuer		

	(Month/Day/Year)	if any (Month/Day/Year)	Code (In 8)					Following Reported	or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Class A Common Stock, par value \$0.01 per share	10/21/2022		F		8,062(1)	D	\$9.25	2,568,839(2)	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(0.3., paro, oano, oparo, oparo, oon on a oo oo a moo)															
De	Title of rivative curity (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)	Code (In	Transaction Derivative Code (Instr. Securities		6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. Represents shares of Class A Common Stock withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations in connection with the vesting of restricted stock units (including related dividend equivalent units), which vested on October 21, 2022.

2. Includes (i) 99,318 RSUs vesting as to 33,107 units on October 21, 2023 and as to 66,211 units on October 21, 2024, and (ii) 80,819 RSUs vesting in substantially equal 1/3 installments beginning on April 15, 2023. The vesting of the RSUs is generally subject to the award recipient's continued employment through the applicable vesting date. Each RSU represents a contingent right to receive one share of the Issuer's Class A Common Stock.

Remarks:

/s/ Lisa I. Klika, Attorney-in-Fact 10/24/2022

** 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.