FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
hours per response:	0.5						

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

	2. Issuer Name and Ticker or Trading Symbol LifeStance Health Group, Inc. [LFST]								Checl	k all app Direc	cer (give title ow)		10% O Other (:	wner	
	3. Date of Earliest Transaction (Month/Day/Year) 11/07/2022								Λ				below)	r	
								S. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person					on		
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y (Instr. 3) 2. Transaction Date Execution Date, (Month/Day/Year) if any Code (Instr. 5) 2. Transaction Execution Date, Transaction Code (Instr. 5)						ed (A) c	A) or 5. Amount of Securities Beneficially Owned Follow			6. Ownership Form: Direct (D) or Indirect g (I) (Instr. 4)	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership			
				· ·		v	Amount	(A) or (D)	Pric	е	Reported Transaction(s) (Instr. 3 and 4)		,		(Instr. 4)
11/07/2	.022	022		S ⁽¹⁾		15,106	D	\$7	.2(2)	5,967,991			D		
										177,900				By Trust ⁽³⁾	
											17	7,900			By Trust ⁽⁴⁾
											263,150				By Trust ⁽⁵⁾
											263,150				By Trust ⁽⁶⁾
											Owned	d			
emed on Date,	4. Transaction		5. Number of		6. Date Exercisable and Expiration Date (Month/Day/Year)		isable and te ear)	7. Title and Amount of Securities Underlying Derivative		8. Price of Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Code	v	(A)	(D)	Date Exercis	able	Expiration Date		or Number of						
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- 1. The reported transactions were effected pursuant to a Rule 10b5-1 trading plan.
- 2. The price reported is a weighted average price. These shares were sold in multiple transactions ranging from \$7.13 to \$7.29 inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range
- 3. Shares held of record by the Tanner J. Gouk GST Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for purposes of Section 16 of the Exchange Act or for any other purpose.
- 4. Shares held of record by the Emerson G. Gouk GST Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for purposes of Section 16 of the Exchange Act or for any other purpose
- 5. Shares held of record by the Tanner Gouk Irrevocable Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for purposes of Section 16 of the Exchange Act or
- 6. Shares held of record by the Emerson Gouk Irrevocable Trust. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these securities on this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the reported securities for purposes of Section 16 of the Exchange Act or for any other purpose.

Remarks:

/s/ Ryan Pardo, attorney-in-

11/09/2022

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

** Signature of Reporting Person Date

- * 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.