

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>Silversmith Partners I GP, LLC</u> <hr/> (Last) (First) (Middle) 116 HUNTINGTON AVENUE, 15TH FLOOR <hr/> (Street) BOSTON MA 02116 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LifeStance Health Group, Inc. [LFST]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Member of 10% Group
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2024	
	4. 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 <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> 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	05/24/2024		s		1,624,638	D	\$5.89	17,916,554	I	See Explanation of Responses ⁽¹⁾ (2)(3)

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	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Silversmith Partners I GP, LLC

 (Last) (First) (Middle)
 116 HUNTINGTON AVENUE, 15TH FLOOR

 (Street)
 BOSTON MA 02116

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Silversmith Partners I GP, L.P.

 (Last) (First) (Middle)
 116 HUNTINGTON AVENUE, 15TH FLOOR

 (Street)
 BOSTON MA 02116

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Silversmith Capital Partners I-A, L.P.

 (Last) (First) (Middle)

116 HUNTINGTON AVENUE, 15TH FLOOR

(Street)

BOSTON MA 02116

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Silversmith Capital Partners I-B, L.P.

(Last)

(First)

(Middle)

116 HUNTINGTON AVENUE, 15TH FLOOR

(Street)

BOSTON MA 02116

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Silversmith Capital Partners I-C, L.P.

(Last)

(First)

(Middle)

116 HUNTINGTON AVENUE, 15TH FLOOR

(Street)

BOSTON MA 02116

(City)

(State)

(Zip)

Explanation of Responses:

1. Silversmith Partners I GP, LLC is the general partner of Silversmith Partners I GP, L.P., which is the general partner of Silversmith Capital Partners I-A, L.P., Silversmith Capital Partners I-B, L.P. and Silversmith Capital Partners I-C, L.P. (collectively, the "Silversmith Entities"). Silversmith Capital Partners I-A, L.P. holds 12,327,585 shares of common stock of the Issuer, Silversmith Capital Partners I-B, L.P. holds 4,459,231 shares of common stock of the Issuer, and Silversmith Capital Partners I-C, L.P. holds 1,129,738 shares of common stock of the Issuer.

2. Each Reporting Person disclaims beneficial ownership of all of the securities that are or may be beneficially owned by the Silversmith Entities or any of their affiliates, except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

3. Silversmith Capital Partners I-A, L.P., Silversmith Capital Partners I-B, L.P. and Silversmith Capital Partners I-C, L.P. have entered into a Stockholders Agreement with certain persons who are owners of more than 10% of the Issuer's outstanding common stock and, as a result, the Silversmith Entities may be deemed a member of a "group" (as such term is used under Section 13(d) of the Securities Exchange Act of 1934, as amended) with such persons.

By: /s/ Jeffrey R. Crisan,
Manager of Silversmith 05/29/2024
Partners I GP, LLC

By: /s/ Jeffrey R. Crisan,
Manager of Silversmith
Partners I GP, LLC, the 05/29/2024
General Partner of Silversmith
Partners I GP, L.P.

By: /s/ Jeffrey R. Crisan,
Manager of Silversmith
Partners I GP, LLC, the
General Partner of Silversmith 05/29/2024
Partners I GP, L.P., the
General Partner of Silversmith
Capital Partners I-A, L.P.

By: /s/ Jeffrey R. Crisan,
Manager of Silversmith
Partners I GP, LLC, the
General Partner of Silversmith 05/29/2024
Partners I GP, L.P., the
General Partner of Silversmith
Capital Partners I-B, L.P.

By: /s/ Jeffrey R. Crisan,
Manager of Silversmith
Partners I GP, LLC, the
General Partner of Silversmith 05/29/2024
Partners I GP, L.P., the
General Partner of Silversmith
Capital Partners I-C, L.P.

** 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.