SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

Siningion, D.C. 20049

OMB APPROVAL

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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

1. Name and Address of Reporting Person [*] <u>Yowler Jennifer</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/26/2024 3. Issuer Name and Ticker or Trading Symbol BrightSpring Health Services, Inc. [BTSG]									
(Last) (First) (Middle) C/O BRIGHTSPRING HEALTH SERVICES, INC. 805 N. WHITTINGTON PARKWAY			4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give title below) President, Phar	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) LOUISVILLE KY 40222						Form filed Reporting I	by More than One Person			
(City) (State) (Zip)										
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. I)	Form: D (D) or In	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) 4. Nature of Indirect Be Ownership (Instr. 5)					
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
· · · · · · · · · · · · · · · · · · ·	Date Exercisable and opiration Date lonth/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis	e Form:	6. Nature of Indirect Beneficial Ownership (Instr.			
	Date Ex Exercisable Da	piration ite		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)			
Stock Options (Right to Buy)	(1) 09/	/24/2029	Common Stock	52,996	6.37	D				
Stock Options (Right to Buy)	(2) 05/	/12/2030	Common Stock	52,996	7.01	D				
Stock Options (Right to Buy)	(3) 01/	/25/2034	Common Stock	21,004	13	D				

Explanation of Responses:

1. Options granted on September 24, 2019, of which 17,665 vested on January 25, 2024 in connection with the pricing of the Issuer's initial public offering, with the remaining options subject to a time-based vesting schedule, vesting in five equal annual installments commencing March 5, 2020. Reflects a 15.7027-for-1 forward stock split of the Issuer's common stock, which became effective on January 25, 2024 (the "Stock Split"). Does not include unvested performance-based options which will be reported when earned upon achievement of certain performance criteria.

2. Options granted on May 12, 2020, of which 17,665 vested on January 25, 2024 in connection with the pricing of the Issuer's initial public offering, with the remaining options subject to a time-based vesting schedule, vesting in five equal annual installments commencing May 12, 2021. Reflects the Stock Split. Does not include unvested performance-based options which will be reported when earned upon achievement of certain performance criteria.

3. Options granted on January 25, 2024 which vest in three equal annual installments commencing on January 25, 2025.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

s/	Steven	S.	Reed	l, as

Attorney-in-Fact

01/26/2024

** 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 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.

POWER OF ATTORNEY

Know all by these presents that the undersigned, does hereby make, constitute and appoint each of Steven S. Reed and Allison L. Brown, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (in the undersigned's individual capacity), to execute and deliver such forms that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of **BrightSpring Health Services, Inc.** (the "Company") (i) pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), including, without limitation, statements on Form 3, Form 4 and Form 5 (including any amendments thereto), (ii) pursuant to Rule 144 under the Securities Act of 1933, as amended (the "Securities Act"), including, without limitation, notices on Form 144 (including any amendments thereto), and (iii) in connection with any applications for EDGAR access codes or any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Securities and Exchange Commission, including without limitation the Form ID.

The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, 5 and 144 with regard to his or her ownership of or transactions in securities of the Company, unless earlier revoked in writing. The undersigned acknowledges that Steven S. Reed and Allison L. Brown are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act or Rule 144 under the Securities Act.

By: /s/ Jennifer Yowler Name: Jennifer Yowler

Date: October 11, 2023