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

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

1. Name and Address of Reporting Person [*] Searchlight Capital Partners II GP, LLC						2. Issuer Name and Ticker or Trading Symbol <u>Shift4 Payments, Inc.</u> [FOUR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner					
(Last) (First) (Middle) 745 FIFTH AVENUE, 27TH FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 09/14/2020 4. If Amendment, Date of Original Filed (Month/Day/Year)									Director X 10% Owner Officer (give title Other (specify below) below)					
					4									6.	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW YORK NY 10151														Form filed by One Reporting Person X Form filed by More than One Reporting Person						
					_															
(City)	(5)	lale)	(Zip)	Non-	Deriva	ativo	Sec	curities /	Acquir		Disposed	ofo	r Bon	ficially	Owned					
Table I - Non-Deri 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/				saction	tion 2A. Exe y/Year) if a		emed tion Date, h/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			or	5. Amount of Securities Beneficially Owned Following Reported				7. Nature of Indirect Beneficial Ownership (Inst		
									Code	v	Amount	4) (E	A) or D)	Price	Transaction (Instr. 3 and	n(s)		·	4)	
Class A Common Stock 09/14				14/2020	020			С		3,637,50	501 A		\$0.00	3,637,501		Ι		See footnotes ⁽¹⁾⁽²⁾⁽		
Class B Common Stock 09/14				14/2020)20			J ⁽³⁾		3,637,50	01	D	\$0.00	9,738,	472		I	See footnotes ⁽²⁾⁽⁴⁾		
Class C Common Stock 09/14/20				14/2020	20		С		4,218,87	72	D	\$0.00	11,294	11,294,945		I	See footnotes ⁽²⁾⁽⁵			
Class A Common Stock 09/14/20				14/2020	20		С		4,218,87	72	Α	\$0.00	7,856,	373			See footnotes ⁽²⁾⁽⁶			
Class A Common Stock 09/15/20																				
Class A Co	ommon Stoc	k		09/1	15/2020)			S		7,856,37	73	D	\$46.6 813	3 0			I	See footnotes ⁽²⁾⁽⁶⁾	
Class A Co	mmon Stoc	k	Table	ll - De	erivati	ve S			quired		7,856,3′ sposed o	f, or E	Benef	cially O	ļ			Ι		
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	k 3. Transaction Date (Month/Day/Year)	Table 3A. Deeme Execution I if any (Month/Day	d Date,	erivati	ve S ts, c	5. Nu Deriv Secu Acqu Disp		quired ts, opt	Exerc	sposed o s, convert cisable and ate	f, or E tible s	Benefi securi e and An ities Und	cially O ties)	8. Price of Derivative	9. Numt derivativ Securiti Benefici Owned Followir Reporte	ve es ially ng d	I 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	footnotes ⁽²⁾⁽⁶⁾ 11. Nature of Indirect Beneficial Ownership (Instr. 4)	
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1. Title of Derivative Security (Instr. 3) LLC Interests 1. Name and A	2. Conversion or Exercise Price of Derivative Security (7) Address of R	3. Transaction Date (Month/Day/Year) 09/14/2020 eporting Person *	3A. Deeme Execution I if any (Month/Day	d Date, //Year)	erivati .g., pu 4. Transac Code (In 8) Code	ve S ts, c tion istr.	5. Nu Deriv Secu Acqu Disp (Insti 5)	, warrant	quired ts, opt 6. Date Expirat (Month Date Exercis	Exerc Exerc ion D //Day/ ¹	sposed o s, convert cisable and ate Year) Expiration Date	f, or E ible s 7. Title Securi Deriva 3 and Title	Benefisecuri e and An ities Uno titve Sec 4)	cially O ties) nount of lerlying urity (Instr Amount or Jumber of Shares	8. Price of Derivative Security (Instr. 5)	derivativ Securiti Benefici Owned Followir Reporte Transac (Instr. 4)	ve es jally ng d tion(s)	1 Ownership Form: Direct (D) or Indirect (I) (Instr. 4	footnotes ⁽²⁾⁽⁶⁾ 11. Nature of Beneficial Ownership (Instr. 4) See	
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1. Title of Derivative Security (Instr. 3) LLC Interests 1. Name and J Searchlig (Last)	2. Conversion or Exercise Price of Derivative Security (7) Address of R <u>aht Capita</u>	3. Transaction Date (Month/Day/Year) 09/14/2020 eporting Person *	3A. Deeme Execution I if any (Month/Day	d Date, //Year)	erivati .g., pu 4. Transac Code (In 8) Code	ve S ts, c tion istr.	5. Nu Deriv Secu Acqu Disp (Insti 5)	, warrant	quired ts, opt 6. Date Expirat (Month Date Exercis	Exerc tion D //Day/ [\]	sposed o s, convert cisable and ate Year) Expiration Date	f, or E ible s 7. Title Securi Deriva 3 and Title	Benefisecuri e and An ities Uno titve Sec 4)	cially O ties) nount of lerlying urity (Instr Amount or Jumber of Shares	8. Price of Derivative Security (Instr. 5)	derivativ Securiti Benefici Owned Followir Reporte Transac (Instr. 4)	ve es jally ng d tion(s)	1 Ownership Form: Direct (D) or Indirect (I) (Instr. 4	footnotes ⁽²⁾⁽⁶ 11. Nature of Indirect Beneficial Ownership (Instr. 4) See	
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	s of Reporting Person*		
Searchlight C	apital Partners II GP	' <u>, L.P.</u>	
(Last)	(First)	(Middle)	
745 FIFTH AVE	NUE, 27TH FLOOR		
(Street)			
NEW YORK	NY	10151	
(City)	(State)	(Zip)	
	s of Reporting Person [*]		
Searchlight C	apital II PV, L.P.		
(Last)	(First)	(Middle)	
745 FIFTH AVE	NUE, 27TH FLOOR		
(Street)			
NEW YORK	NY	10151	
(City)	(State)	(Zip)	
	s of Reporting Person *		
Searchlight C	<u>apital II, L.P.</u>		
(Last)	(First)	(Middle)	
745 FIFTH AVE	NUE, 27TH FLOOR		
(Street)			
NEW YORK	NY	10151	
(City)	(State)	(Zip)	
1. Name and Addres	s of Reporting Person [*]		
Searchlight II	<u>GWN, L.P.</u>		
(Last)	(First)	(Middle)	
745 FIFTH AVE	NUE, 27TH FLOOR		
(Street)			
NEW YORK	NY	10151	
(City)	(State)	(Zip)	

Explanation of Responses:

1. Represents securities held of record by Searchlight II GWN, L.P.

2. Searchlight Capital Partners II GP, LP, as the general partner of Searchlight Capital II PV, L.P, Searchlight Capital II, L.P. and Searchlight II GWN, L.P.(the "Record Holders"), may be deemed to share beneficial ownership over the securities held by the Record Holders. Searchlight Capital Partners II GP, LLC, as the general partner of Searchlight Capital Partners II GP, LP, may be deemed to share beneficial ownership over the securities held by the Record Holders.

3. Reflects the cancellation for no consideration of Class B Common Stock in connection with the conversion of the LLC Interests in to Class A Common Stock.

4. Securities are held of record by Searchlight Capital II, L.P.

5. Following the transactions reported herein, represents 915,819 Class C shares held of record by Searchlight Capital II, L.P. and 10,379,126 Class C shares held directly by Searchlight Capital II PV, L.P.

6. Following the transactions reported herein, represents 342,075 Class A shares held of record by Searchlight Capital II, L.P. 3,876,797 Class A shares held directly by Searchlight Capital II PV, L.P. and 3,637,501 Class A shares held of record by Searchlight II GWN, L.P.

7. The LLC Interests may be redeemed by the Reporting Person at any time on or following the closing of the Initial Public Offering for shares of Class A Common Stock on a 1-to-1 basis.

8. The total number of securities beneficially owned by the Reporting Persons has been adjusted to account for an error in the Reporting Persons' Form 3 filed on June 5, 2020.

Remarks:

Searchlight Capital Partners II GP,
LLC, By: /s/ Andrew Frey,
authorized person09/16/2020Searchlight Capital Partners II GP,
LP, By: Searchlight Capital
Partners II GP, LLC, its general
partner, By: /s/ Andrew Frey,
authorized person09/16/2020Searchlight Capital Partners II
GP, LLC, its general partner, By:
Searchlight Capital Partners II GP
LLC, its general partner, By:
Searchlight Capital Partners II GP
LLC, its general partner, By:
Searchlight Capital Partners II GP
LLC, its general partner, By: /s/
Andrew Frey, authorized person09/16/2020

Searchlight Capital II, L.P., By: Searchlight Capital Partners II GP, LP, its general partner, By: Searchlight Capital Partners II GP, LLC, its general partner, By: /s/ Andrew Frey, authorized person Searchlight I GWN, L.P., By: Searchlight Capital Partners II GP, LP, its general partner, By: Searchlight Capital Partners II GP, LLC, its general partner, By: /s/ Andrew Frey, authorized person

** 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.