

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## STATEMENT OF CHANGES IN 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 *					2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Rice Calvin				Sp	ok ]	Holdir	ngs, Inc	[ <b>S</b> ]	POK							
(Last)					3. Date of Earliest Transaction (MM/DD/YYYY)						Director10% Owner 10% Officer (give title below) Other (specify below)					
C/O SPOK I KINGSTOW 6TH FLR				AY,			6/1	1/20	23			Chief Financ	ial Office	r & CAO		
	(Stre	et)		4. I	fAn	nendmer	nt, Date C	rigir	nal Fil	ed (MM/I	DD/YYYY)	6. Individual o	or Joint/G	roup Filing	(Check Appl	icable Line)
ALEXANDRIA, VA 22315												X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(C	ity) (Sta	te) (Zip	)	Ru	le 10	b5-1(c)	Transacti	on Ir	ndicat	ion						
												nade pursuant to litions of Rule				ten plan
		,	Table I - N	lon-Der	ivati	ve Secu	ırities Ac	quir	ed, D	isposed (	of, or Ben	eficially Owne	d			
1. Title of Security (Instr. 3)  2. Trans. I			ans. Date	Execution Date, if any		3. Trans. Code (Instr. 8)		or Dis	posed of (I 3, 4 and 5)	D)		ount of Securities Beneficially Owned ing Reported Transaction(s) 3 and 4)		Ownership Form: Bene Direct (D) Owner	Beneficial Ownership	
							Code	v	Amou	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock			6/1	1/2023			P		420	A	\$11.90		20035		D	
	_						,					options, conver				
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Securities U Derivative (Instr. 3 and	nderlying Derivative security Security		Securities Beneficially	Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Searty			Code	V	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
Restricted Stock Units	(1)	6/1/2023		A		0			<u>(1)</u>	(1)	Common Stock	0	\$0.00	55138	D	

## **Explanation of Responses:**

(1) Each Restricted Stock Unit represents a contingent right to receive one share of common stock.

### Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Rice Calvin C/O SPOK HOLDINGS, INC. 5911 KINGSTOWNE VILLAGE PARKWAY, 6TH FLR ALEXANDRIA, VA 22315			Chief Financial Officer & CAO				

#### **Signatures**

/s/ Calvin Rice 6/1/2023

\*\*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.

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