

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person * <u>Lubel Bryan</u> (Last) (First) (Middle) <u>3 RAVINIA DR NE, SUITE 500</u> (Street) <u>ATLANTA GA 30346</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KORE Group Holdings, Inc. [KORE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X <u>Exec. VP., Connected Health</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/04/2023</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	01/04/2023		M		11,737	A	\$0 ⁽¹⁾	29,908	D	
Common Stock	01/04/2023		F		4,914 ⁽²⁾	D	\$1.39	24,994	D	
Common Stock	01/04/2023		M		11,737	A	\$0 ⁽¹⁾	36,731	D	
Common Stock	01/04/2023		F		4,914 ⁽²⁾	D	\$1.39	31,817	D	

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						Title
Restricted Stock Units ⁽¹⁾	(3)	01/04/2023		M			11,737	(1)(3)	(1)	Common Stock	11,737	\$0	23,474	D	
Restricted Stock Units ⁽¹⁾	(3)	01/04/2023		M			11,737	(1)(3)	(1)	Common Stock	11,737	\$0	23,474	D	

Explanation of Responses:

- Each restricted stock unit ("RSU") represents a right to receive one share of the issuer's common stock.
- Surrender of stock upon vesting of restricted stock units to satisfy tax withholding obligations.
- The remaining reported RSUs will vest in two equal installments on each of January 4, 2024 and January 4, 2025.

Remarks:

Jack W. Kennedy Jr., Attorney-in-Fact for Bryan Lubel 01/06/2023

** 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.

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.

KORE GROUP HOLDINGS, INC.

LIMITED POWER OF ATTORNEY FOR SECTION 13 AND SECTION 16 FILINGS

I, Bryan Lubel, do hereby make, constitute and appoint each of Jack W. Kennedy Jr., Michael Thurston and Paul Holtz, and each of them acting individually, my true and lawful attorneys for the purposes and for the purposes stated herein. References in this limited power of attorney to "my Attorney" are to each of the persons named above and to the person or persons substituted hereunder pursuant to the power of substitution granted herein. I hereby grant to my Attorney, for me and in my name, place and stead, the power:

1. To execute for and on my behalf, in my capacity as a stockholder of KORE Group Holdings, Inc., a Delaware corporation (the "Company"), Schedule 13D and Schedule 13G, and all and any amendments thereto, in accordance with the requirements of the Securities Exchange Act of 1934, and to file such Schedule 13D, Schedule 13G, Form ID, Form 3, Form 4, and Form 5, and all and any amendments thereto, in accordance with the requirements of the Securities Exchange Act of 1934, and to timely file such schedule, form or amendment thereto with the United States Securities and Exchange Commission (the "SEC");
2. To execute for and on my behalf, in my capacity as an officer, director or stockholder of the Company, Form ID, Form 3, Form 4, and Form 5, and all and any amendments thereto, in accordance with the requirements of the Securities Exchange Act of 1934, and to file such Schedule 13D, Schedule 13G, Form ID, Form 3, Form 4 and Form 5 or any amendment thereto, and to timely file such schedule, form or amendment thereto with the United States Securities and Exchange Commission (the "SEC");
3. To do and perform any and all acts for and on my behalf that may be necessary or desirable to complete and execute any such Schedule 13D, Schedule 13G, Form ID, Form 3, Form 4 and Form 5 or any amendment thereto, and to timely file such schedule, form or amendment thereto with the United States Securities and Exchange Commission (the "SEC");
4. To take any other action of any type whatsoever that, in the opinion of my Attorney, may be necessary or desirable in connection with the foregoing grant of authority, it being understood that the documents executed by my Attorney pursuant to this limited power of attorney shall be in such form and shall contain such terms and conditions as my Attorney may approve.

I hereby grant to my Attorney full power and authority to do and to perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution. This limited power of attorney shall remain in full force and effect until I am no longer required to file any of Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5 with respect to my holdings of, and transactions in, securities of the Company, unless earlier revoked by me in a signed power of attorney may be filed with the SEC as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, I have hereunto set my hand to this instrument on the date first written above.

/s/ Bryan Lubel