SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL

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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person *
ABRY Partners VII, L.P.

(Last) (First) (Middle)
C/O ABRY PARTNERS, LLC, 888
BOYLSTON STREET, SUITE 1600

(Street)
BOSTON MA 02199

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
KORE Group Holdings, Inc. [KORE]

3. Date of Earliest Transaction (Month/Day/Year)
07/21/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
Director
X 10% Owner
Officer (give title below)
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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	07/21/2026		D		4,850,587[(1)]	D	$9.25[(2)]	0	I	See footnotes[(3)(4)]

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	Amount or Number of Shares				

1. Name and Address of Reporting Person *
ABRY Partners VII, L.P.

(Last) (First) (Middle)
C/O ABRY PARTNERS, LLC, 888
BOYLSTON STREET, SUITE 1600

(Street)
BOSTON MA 02199

(City) (State) (Zip)

1. Name and Address of Reporting Person *
ABRY PARTNERS II, LLC

(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		

(Street)

BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *
ABRY Partners VII Co-Investment Fund, L.P.

(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		

(Street)

BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *
ABRY INVESTMENT PARTNERSHIP, L.P.

(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		

(Street)

BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *
ABRY Senior Equity IV, L.P.

(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		

(Street)

BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *
ABRY Senior Equity Co-Investment Fund IV, L.P.

(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		

(Street)

BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
YUDKOFF ROYCE		
(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		
(Street)		
BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
KOENIG PEGGY		
(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		
(Street)		
BOSTON	MA	02199
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
Grossman Jay M.		
(Last)	(First)	(Middle)
C/O ABRY PARTNERS, LLC, 888 BOYLSTON STREET, SUITE 1600		
(Street)		
BOSTON	MA	02199
(City)	(State)	(Zip)

Explanation of Responses:

1. The reported amounts reflect the 1-for-5 reverse stock split effected by the Issuer on July 1, 2024 of its Common stock ("Common Stock").

2. The reported securities were disposed of in connection with the consummation ("Closing") of the merger (the "Merger") of Issuer and KONA Merger Sub Co., a wholly owned subsidiary of KONA Parent, L. P. ("Parent"). Immediately prior to Closing, and pursuant to certain voting, support and rollover agreements, ABRY Partners VII, L.P. and ABRY Partners VII Co-Investment Fund, L.P. contributed 4,300,157 and 248,042 shares of Common Stock, respectively, to Parent, in exchange for interests in Parent. Upon Closing, each share of Common Stock not held by Parent was cancelled and converted into the right to receive a cash payment of $9.25 per share.

3. ABRY Partners VII, L.P., ABRY Partners VII Co-Investment Fund, L.P., ABRY Investment Partnership, L.P., ABRY Senior Equity IV, L.P. and ABRY Senior Equity Co-Investment Fund IV, L.P. (collectively, the "ABRY Funds") are managed and/or controlled by ABRY Partners, LLC ("ABRY I") and ABRY Partners II, LLC ("ABRY II") and/or their respective affiliates. ABRY I and ABRY II are investment advisors registered with the SEC. Royce Yudkoff, as managing member of ABRY I and sole member of certain of its affiliates, has the right to exercise investment and voting power on behalf of ABRY Investment Partnership, L.P. Peggy Koenig and Jay Grossman, as equal members of ABRY II and of certain of its affiliates, have the right to exercise investment and voting power on behalf of the ABRY Funds.

4. Each of ABRY I, ABRY II, Royce Yudkoff, Peggy Koenig and Jay Grossman disclaims beneficial ownership of the shares reported herein, except to the extent of their respective pecuniary interests therein, and the inclusion of the shares reported herein in any Section 16 report by such Reporting Persons shall not be deemed to be an admission of beneficial ownership of the shares reported herein for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.

ABRY PARTNERS VII, L.P., /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
ABRY PARTNERS II, LLC, /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
ABRY PARTNERS VII CO-INVESTMENT FUND, L.P., /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
ABRY INVESTMENT PARTNERSHIP, L.P., /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
ABRY SENIOR EQUITY IV, L.P, /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026

ABRY SENIOR EQUITY CO-INVESTMENT FUND IV, L.P., /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
ROYCE YUDKOFF, /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
PEGGY KOENIG, /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
JAY GROSSMAN, /s/ Kostas Sofronas, By: Kostas Sofronas, Attorney-in-Fact	07/21/2026
** 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.