FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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	OMB APPRO	JVAL								
	OMB Number:	3235-0287								
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	hours per response:	0.5								
1										

1. Name an		2. Issuer Name <b>and</b> Ticker or Trading Symbol  Surgery Partners, Inc. [ SGRY ]											all app	olicable)		Owner r (specify				
(Last) (First) (Middle) C/O SURGERY PARTNERS, INC. 310 SEVEN SPRINGS WAY, SUITE 500					3. Date of Earliest Transaction (Month/Day/Year) 02/12/2019										Λ	belo	,	belo	<i>'</i>	
(Street) BRENTWOOD TN 37027  (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)										. Indiv ine) X	'				
		Tabl	e I - Noi	n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, o	r Ben	efici	ally	Owne	ed			
Dat					Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)			ities Acquired (A) d Of (D) (Instr. 3, 4			4 and S		ount of ities icially d Following ted	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	.	Trans	action(s) 3 and 4)						
Common Stock					02/12/2019						3,010(	(1) D \$		\$12	.73	3	31,354	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  33. Transaction Date Execution Date, (Month/Day/Year)  34. Deemed Execution Date, if any (Month/Day/Year)		Date,	Code (8)	Transaction Code (Instr. B) S A (A		osed ) :. 3, 4	6. Date E Expiration (Month/D	on Dat Day/Ye	e Amount of			ount	nt er		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)		

## **Explanation of Responses:**

1. Shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations in connection with the vesting on February 12, 2019 of restricted stock that was granted to the Reporting Person on February 12, 2018.

## Remarks:

/s/ Jennifer Baldock, Attorneyin-Fact 02/14/2019

\*\* 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.