FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, I	D.C.	20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

**OMB APPROVAL** 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

Name and Address of Reporting Person* <u>Bickley Ian</u>					2. Issuer Name and Ticker or Trading Symbol Brilliant Earth Group, Inc. [ BRLT ]								heck all ap			10% Ov		
(Last)	(Fi	est) (N	/liddle)		3. Date of Earliest Transaction (Month/Day/Year) 08/31/2023								Offi belo	cer (give title w)		Other (s below)	pecify	
C/O BRILLIANT EARTH GROUP, INC. 300 GRANT AVENUE, THIRD FLOOR				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							ne)	,					
(Street) SAN FRANCE	SCO CA	A 9	4108	R	ule	 10b!	5-1(c)	) Traı	nsac	tion Ind	icati	ion		For Per	n filed by Mo son	ore thai	n One Repo	orting
(City)	(St	ate) (Z	lip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					ay/Year) Exec		Deemed cution Date, ny nth/Day/Year)		Transaction Disposed Code (Instr. 5)		ties Acquired (A) d Of (D) (Instr. 3,		I (A) or : 3, 4 a	nd Secu Bene	ficially d Following	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership
								Cod	e V	Amount	(A (D	(A) or (D) P		Trans	action(s) 3 and 4)			(Instr. 4)
Class B Common Stock 08/31/				31/202	/2023			A		571		A	\$ <mark>0</mark> 0	1)	15,394		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/Yea	n Date, Transaction		on of r. De Se Ac (A Di of (Ir			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		f g Instr.	8. Price of Derivative Security (Instr. 5)	e derivative	Ownersh Form: Direct (D or Indire (I) (Instr.	Ownership	Beneficial Ownership t (Instr. 4)
				Cod	e V	(A	A) (D)	Date Exerc	isable	Expiration Date	Title	of	mber ares					

## **Explanation of Responses:**

1. Reflects the acquisition for no consideration of Class B Common Stock in connection with the vesting of Common Units.

## Remarks:

/S/ Jeffrey Kuo as Attorneyin-Fact for Ian M. Bickley

09/01/2023

\*\* 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.