FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Instruc	tion 1(b).			Filed p						es Exchangen pany Act of		f 1934			у рог то		0.0
1. Name and Address of Reporting Person* <u>KAPLAN BETH J</u>				2. Issuer Name <b>and</b> Ticker or Trading Symbol Brilliant Earth Group, Inc. [ BRLT ]							Check all ap	ationship of Reporting k all applicable) Director Officer (give title below)		ng Person(s) to Issuer 10% Owner Other (specify below)			
(Last) (First) (Middle) C/O BRILLIANT EARTH GROUP, INC. 300 GRANT AVENUE, THIRD FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 12/31/2022													
(Street) SAN FRANCE			4108 Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)								ine) X For For	ridual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person			
		Table	I - Non-D	Derivat	ive S	ecuri	ities Acq	uired,	Dis	posed of	, or B	enefic	ially Ow	ned			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)			ate	Execution Date,		ution Date,	Transaction D Code (Instr. 5)		4. Securities Acquired (ADisposed Of (D) (Instr. 35)			and Secu Bene Owne	ecurities eneficially wned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) (D)	or Pric	Trans	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Class B Common Stock 12/31/				12/31/2	2022		A		7,116	A	\$(	)(1) 1	191,005		D		
		Tal	ole II - De e.ç)							osed of, o				ed			
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	n Date, Transaction Code (Instr		tion nstr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Expirati (Month/		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)  Amou or Numb of		Derivative Security (Instr. 5)			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **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 Beth Kaplan

Title Shares

01/03/2023

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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).

Code V

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.

(A) (D) Exercisable Date