SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

	d Address of Re <mark>Melissa F. (</mark>		2. Date of Requiring (Month/Da 06/07/20	Statement ay/Year)	3. Issuer Name and Ticker or Trading Symbol <u>Waystar Holding Corp.</u> [WAY]					
(Last) (First) (Middle) 1550 DIGITAL DRIVE, #300					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give Other (specify title below) below) Chief Marketing Officer		File	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) LEHI UT 84043		_		specify (Ch			Individual or Joint/Group Filing heck Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or In (I) (Instr	oirect Own direct	lature of Indirect Beneficial nership (Instr. 5)				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
E			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	5)		
Stock Opt	tions (right to	buy)	(1)	08/17/2030	Common Stock	42,350	18.19	D		
Stock Opt	tions (right to	buy)	(2)	11/19/2031	Common Stock	33,275	28.1	D		
Stock Opt	ions (right to	buy)	(3)	08/16/2032	Common Stock	33,275	33.06	D		
Stock Opt	tions (right to	buy)	(4)	01/25/2033	Common Stock	12,100	37.2	D		
Stock Opt	ions (right to	buy)	(5)	05/01/2034	Common Stock	30,250	37.2	D		
Stock Opt	ions (right to	buy)	(6)	06/06/2034	Common Stock	108,695	21.5	D		

Explanation of Responses:

1. Options granted August 17, 2020 of which 50% of the option vests in five substantially equal annual installments commencing on August 17, 2021 and the remaining 50% of the option vests upon achievement of certain specified performance-based vesting criteria.

2. Options granted on November 19, 2021 of which 50% of the option vests in five substantially equal annual installments commencing on November 19, 2022 and the remaining 50% of the option vests upon achievement of certain specified performance-based vesting criteria.

3. Options granted on August 16, 2022 of which 50% of the option vests in five substantially equal annual installments commencing on August 16, 2023 and the remaining 50% of the option vests upon achievement of certain specified performance-based vesting criteria.

4. Options granted on January 25, 2023 of which 50% of the option vests in five substantially equal annual installments commencing on January 25, 2024 and the remaining 50% of the option vests upon achievement of certain specified performance-based vesting criteria.

5. Options granted on May 1, 2024 which vest in three equal annual installments commencing on May 1, 2025

6. Options granted on June 6, 2024 which vest in five equal annual installments commencing on June 6, 2025.

Remarks:

Exhibit 24 - Power of Attorney.

Matthew R. A. Heiman, 06/07/2024

Date

Attorney-in-Fact

** Signature of Reporting Person

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 5 (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.

Power of Attorney

Know all by these presents that the undersigned, does hereby make, constitute and appoint each of MATTHEW R. A. HEIMAN and STEVEN M. ORESKOVICH, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (in the undersigned's individual capacity), to execute and deliver such forms that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of WAYSTAR HOLDING CORP. (i) pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, statements on Form 3, Form 4 and Form 5 (including any amendments thereto) and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID. The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of WAYSTAR HOLDING CORP., unless earlier revoked in writing. The undersigned acknowledges that MATTHEW R. A. HEIMAN and STEVEN M. ORESKOVICH are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

By: /s/ Melissa F. (Missy) Miller Name: Melissa F. (Missy) Miller

Date: May 24, 2024