# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 5)<sup>1</sup>

# FINANCE OF AMERICA COMPANIES INC.

(Name of Issuer)

Class A Common Stock, par value \$0.0001 per share (Title of Class of Securities)

31738L107 (CUSIP Number)

John G. Finley Blackstone Inc. 345 Park Avenue New York, New York 10154 Tel: (212) 583-5000

with a copy to:

Peter Martelli, P.C. Lauren M. Colasacco, P.C. Kirkland & Ellis LLP 601 Lexington Avenue New York, New York 10022 (212) 446-4800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 31, 2023 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D. and is filing this schedule because of  $\S\S240.13d$ -I(e). 240.13d-I(f) or 240.13d-I(g). check the following box.  $\square$ 

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934. as amended (the "Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

<sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

1.	Names of Reporting Persons.				
	BTO Urban Holdings L.L.C.				
2.	Check the (a) ⊠	Appr (b) [	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use	-			
4.		Funds	s (See Instructions)		
	00				
5.		)isclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	_	n or P	lace of Organization		
0.	Citizensiii	pori	ace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	beneficially owned by				
each reporting		9.	Sole Dispositive Power		
person					
	with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56 220 51	0			
12.	56,328,518 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
12.	Check if the Aggregate Amount in Now (11) Excludes Certain Shares (See histractions)				
13.					
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				
	00				

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund - NQ L.P.				
2.			opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use 0	•			
4.	Source of	Funds	s (See Instructions)		
	OO				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	beneficially owned by				
	each reporting		Sole Dispositive Power		
	person with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.					
13.	Percent of Class Represented by Amount in Row (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				
			<u> </u>		

1.	Names of Reporting Persons.				
			ical Opportunities Fund II - NQ L.P.		
2.	Check the (a) ⊠	Appr (b) [	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	00				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
Nı	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	neficially wned by				
each reporting		9.	Sole Dispositive Power		
person with:			56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.	Check if t	he Ag	gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of Class Represented by Amount in Row (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund - A (RA) - NQ L.P.				
2.	Check the (a) ⊠	Appr (b) [	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use (				
4.	Source of	Funds	s (See Instructions)		
5.		Disclos	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
٥.		15010	salv of Began From Language to Frequence Fundamento Remo 2(a) of 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
11	shares	8.	Shared Voting Power		
beneficially		0.	Shared Young Tower		
owned by each			0		
r	eporting	9.	Sole Dispositive Power		
	person		55 200 510		
	with:	10.	56,328,518 Shared Dispositive Power		
		10.	Silated Dispositive Fower		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	# c 220 #4				
12.	56,328,51		gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Represented by Amount in Row (11)				
14.	42.0%	anort:	ng Person (See Instructions)		
14.	1 ype of K	еропп	ing a cason (occ monucuous)		
	PN				
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1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund - I - NQ L.P.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	00				
5.		Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
		ъ	lace of Organization		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
11	shares	8.	Shared Voting Power		
	neficially wned by				
each		9.	0 Sole Dispositive Power		
reporting person		٦.	Sole Dispositive Fower		
	with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	<del>-</del>				
	Toront of Chao Represented by Annount in Now (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				

1.	Names of	Repor	ting Persons.
	Blackston	e Tact	ical Opportunities Fund - S - NQ L.P.
2.	Check the (a) ⊠	Appro (b)	opriate Box if a Member of a Group (See Instructions)
3.	SEC Use	Only	
4.	Source of	Funds	(See Instructions)
	00		
5.	Check if I	Disclos	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6.	Citizensh	p or P	lace of Organization
	Delaware		
	•	7.	Sole Voting Power
N	umber of		56,328,518
be	shares eneficially	8.	Shared Voting Power
	wned by		0
r	each eporting	9.	Sole Dispositive Power
	person with:		56,328,518
	*******	10.	Shared Dispositive Power
			0
11.	Aggregate	e Amo	unt Beneficially Owned by Each Reporting Person
	56,328,51	8	
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13.	Percent of	Class	Represented by Amount in Row (11)
	42.0%		
14.		eporti	ng Person (See Instructions)
	00		
<u> </u>			

1.	Names of Reporting Persons.				
	Blackston	e Tact	tical Opportunities Fund - C - NQ L.P.		
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)  □		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	OO				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	neficially wned by				
r	each eporting	9.	Sole Dispositive Power		
	person with:		56,328,518		
	with:	10.	Shared Dispositive Power		
11	A ~~~~~	A	unt Beneficially Owned by Each Reporting Person		
11.	Aggregate	Amo	unt beneficiarly Owned by Each Reporting Person		
	56,328,51				
12.	Check if t	he Ag	gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of Class Represented by Amount in Row (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Blackston	e Tact	ical Opportunities Fund - L - NQ L.P.		
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	OO				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N.	umber of		56,328,518		
,	shares	8.	Shared Voting Power		
	neficially wned by				
r	each reporting		Sole Dispositive Power		
	person with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	e Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.					
	Blackstone Tactical Opportunities Fund - O - NQ L.P.					
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)  □			
3.	SEC Use	Only				
4.	Source of	Funds	s (See Instructions)			
	OO					
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenshi	p or P	lace of Organization			
	Delaware					
		7.	Sole Voting Power			
N	umber of		56,328,518			
,	shares	8.	Shared Voting Power			
	neficially wned by					
r	each reporting		Sole Dispositive Power			
	person with:		56,328,518			
	*******	10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
	56,328,51	8				
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.						
	42.0%					
14.	Type of R	eporti	ng Person (See Instructions)			
	00					

1.	Names of Reporting Persons.				
			ical Opportunities Fund - N - NQ L.P.		
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) ⊠ (b) □				
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	OO				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
	umber of		56,328,518		
	shares neficially	8.	Shared Voting Power		
0	wned by each		0		
	eporting	9.	Sole Dispositive Power		
	person with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51				
12.	Check if t	he Ag	gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of Class Represented by Amount in Row (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund - U - NQ L.L.C.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)  □		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	00				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
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6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		57 220 510		
IN	shares	8.	56,328,518 Shared Voting Power		
	neficially	0.	Shared voing rower		
0	wned by		0		
each reporting		9.	Sole Dispositive Power		
	person		56,328,518		
	with:	10.	Shared Dispositive Power		
		10.	Shared Bisposiare Forest		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of Class Represented by Amount in Row (11)				
13.	Percent of Class Represented by Amount in Row (11)				
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund II - C - NQ L.P.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)  □		
3.	SEC Use	Only			
4.	Source of	Funds	s (See Instructions)		
	00				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	neficially wned by				
each		9.	Sole Dispositive Power		
reporting person					
	with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.					
1.4	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				
		_			

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Fund - T - NQ L.P.				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) ⊠ (b) □				
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	OO				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
			56,328,518		
	shares neficially	8.	Shared Voting Power		
	wned by each		0		
	eporting	9.	Sole Dispositive Power		
	person with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51				
12.	Check if t	he Ag	gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

BTAS NQ Holdings L.L.C.  2. Check the Appropriate Box if a Member of a Group (See Instructions) (a)					
(a) ⊠ (b) □  3. SEC Use Only  4. Source of Funds (See Instructions) OO  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) □  6. Citizenship or Place of Organization Delaware  7. Sole Voting Power					
4. Source of Funds (See Instructions) OO  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  Citizenship or Place of Organization Delaware  7. Sole Voting Power					
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power					
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  G. Citizenship or Place of Organization  Delaware  7. Sole Voting Power					
6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power					
6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power					
Delaware 7. Sole Voting Power					
7. Sole Voting Power					
New horse 6 200 510					
	N. 1. 6				
Number of shares         56,328,518           8.         Shared Voting Power					
beneficially   Shared voting rower					
owned by 0					
each reporting 9. Sole Dispositive Power					
person					
with: 56,328,518  10. Shared Dispositive Power					
10. Shared Dispositive Power					
11. Aggregate Amount Beneficially Owned by Each Reporting Person					
56 200 510					
56,328,518  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
Check if the Aggregate Amount in Kow (11) Excludes Certain Snares (See Instructions)					
13. Percent of Class Represented by Amount in Row (11)					
42.0%					
14. Type of Reporting Person (See Instructions)					
VI					
00					

1.	Names of Reporting Persons.				
	Blackstone Family Tactical Opportunities Investment Partnership SMD L.P.				
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) ⊠ (b) □				
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	00				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
	7. Sole Voting Power				
N	umber of		56,328,518		
le o	shares neficially	8.	Shared Voting Power		
	owned by each		0		
n	eporting	9.	Sole Dispositive Power		
	person				
	with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	DNI				
	PN				

1.	Names of	керог	ting Persons.		
	Blackstone Tactical Opportunities Associates - NQ L.L.C.				
2.	Check the (a) ⊠	Appro (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	OO				
5.	Check if I	Disclos	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
Nui	mber of		56,328,518		
	hares	8.	Shared Voting Power		
ow	eficially ned by		0		
	each porting	9.	Sole Dispositive Power		
	erson with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	8			
			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.					
	BTOA - NQ L.L.C.					
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) ⊠ (b) □					
3.	SEC Use Only					
4.	Source of Funds (See Instructions)					
_	00	· 1	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
5.		JISCIO:	sure of Legal Proceedings is Required Pursuant to Items 2(d) of 2(e)			
6.	_	p or P	lace of Organization			
		P				
	Delaware					
	7. Sole Voting Power					
N	umber of shares	-	56,328,518			
he	neficially	8.	Shared Voting Power			
	owned by each		0			
r	eporting	9.	Sole Dispositive Power			
	person		77, 220, 510			
	with:		56,328,518 Shared Dispositive Power			
		10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
		_				
10	56,328,51		(A ('D (11)E 1 1 C ('C) (C 1 (C'))			
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of	Class	Represented by Amount in Row (11)			
	40.007					
1.4	42.0%		Demon (Co. Instructions)			
14.	Type of R	eporti	ng Person (See Instructions)			
	00					

1.	Names of Reporting Persons.				
	Blackstone Holdings II L.P.				
2.	(a) 🗵	(b) 1	opriate Box if a Member of a Group (See Instructions)  ☐		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	00				
5.		Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenshi	n or P	Place of Organization		
0.	Citizensiii	рогт	acc of Organization		
	Delaware				
		7.	Sole Voting Power		
N.	umber of		56,650,801		
·	shares	8.	Shared Voting Power		
	neficially wned by				
	each	9.	0 Sole Dispositive Power		
reporting 9. Sole Dispositive Power			Sole Dispositive Fower		
	with:		56,650,801		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,650,80	1			
12.					
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.1%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				

1.	Names of	Kepoi	rting Persons.		
	BTAS Associates - NQ L.L.C.				
2.	(a) 🗵	(b) [	opriate Box if a Member of a Group (See Instructions)  ☐		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	00				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizanshi	n or D	Place of Organization		
0.	Citizensiii	porr	face of Organization		
	Delaware				
		7.	Sole Voting Power		
Nı	umber of		56,328,518		
	shares	8.	Shared Voting Power		
	neficially wned by				
re	each eporting	9.	Sole Dispositive Power		
person					
	with:	10.	56,328,518 Shared Dispositive Power		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	o			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
		. 0	G - G		
- 12					
13.	Percent of	Class	Represented by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Blackstone Family GP L.L.C.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
5.	OO Chaalaif I	Na ala	over of Local Decorations to Decrined Discount to Itams 2(d) on 2(e)		
3.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  □				
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		56,328,518		
·	shares	8.	Shared Voting Power		
	neficially wned by each		0		
r	reporting		Sole Dispositive Power		
	person with:		56,328,518		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	56,328,51	Q			
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
13.	Percent of	Class	Represented by Amount in Row (11)		
13.	i cicciii 0i	Ciass	resposence by Amount in Row (11)		
	42.0%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.	Names of Reporting Persons.				
	Blackstone Family Tactical Opportunities Investment Partnership - NQ - ESC L.P.				
2.	Check the	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
	(a) ⊠	(b) l			
3.	SEC Use	SEC Use Only			
4.	Source of Funds (See Instructions)				
5.	OO Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
٥.		J15 <b>C</b> 10.	sale of Legal Frocedungs is required Faistaint to Remis 2(a) of 2(c)		
6.	Citizenshi	n or P	lace of Organization		
0.		p 0. 1			
	Delaware	7.	Sole Voting Power		
		/.	Sole volling fower		
N	umber of shares	8.	322,283 Shared Voting Power		
	neficially	δ.	Snared voting Power		
О	wned by each	9.	0		
	reporting person		Sole Dispositive Power		
	with:		322,283		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	322,283				
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of	Class	Represented by Amount in Row (11)		
	0.4%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				

BTO-NQ Side-by-Side GP L.L.C.  2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) ☑ (b) □  3. SEC Use Only  4. Source of Funds (See Instructions) OO				
(a) ⊠ (b) □      3. SEC Use Only  4. Source of Funds (See Instructions)				
4. Source of Funds (See Instructions)				
	_			
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
5. Check it disclosure of Legal i foccedings is required i disdant to items 2(d) of 2(e)	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  □			
6. Citizenship or Place of Organization				
Delaware				
7. Sole Voting Power				
Number of 322,283				
shares 8. Shared Voting Power				
beneficially owned by each 0				
reporting 9. Sole Dispositive Power				
person with: 322,283				
10. Shared Dispositive Power				
11. Aggregate Amount Beneficially Owned by Each Reporting Person				
322,283				
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)				
Enter in the 1-56 regard 1 miles in (11) Envides Certain States (See historicity)				
13. Percent of Class Represented by Amount in Row (11)				
14. Type of Reporting Person (See Instructions)				
17. Type of Reporting Letson (See histactions)				
00				

1.	Names of	Repo	ting Persons.		
	BTO Urban Holdings II L.P.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
5.	OO Check if I	Sicolo	sure of Legal Proceedings to Dequired Dursuont to Items 2(d) or 2(e)		
J.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  □				
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
Number of 24,386,710					
,	shares	8.	Shared Voting Power		
	neficially wned by each		0		
reporting		9.	Sole Dispositive Power		
	person with:		24,386,710		
	** 1611.	10.	Shared Dispositive Power		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	24.206.51	0			
12.	24,386,71 Check if t		gregate Amount in Row (11) Excludes Certain Shares (See Instructions)		
-2.	Check it the riggiegate rinionic in Now (11) Exertites Certain Shares (See Instructions)				
12		2.01	P. (1) A. (2) P. (11)		
13.		Class	Represented by Amount in Row (11)		
1.4	28.5%				
14.	Type of R	eporti	ng Person (See Instructions)		
	PN				

1.	Names of Reporting Persons.				
	Blackstone Tactical Opportunities Associates L.L.C.				
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)		
3.	SEC Use Only				
4.	Source of Funds (See Instructions)				
	OO				
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
6.	Citizenshi	p or P	lace of Organization		
	Delaware				
		7.	Sole Voting Power		
N	umber of		24,386,710		
	shares	8.	Shared Voting Power		
	neficially wned by each		0		
re	reporting		Sole Dispositive Power		
	person with:		24,386,710		
		10.	Shared Dispositive Power		
			0		
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person		
	24,386,71	0			
12.					
13.	Percent of	Class	Represented by Amount in Row (11)		
	28.5%				
14.	Type of R	eporti	ng Person (See Instructions)		
	00				

1.						
	BTOA L.L.C.					
2.	Check the (a) ⊠	Appro (b)	opriate Box if a Member of a Group (See Instructions)  □			
3.	SEC Use					
4.		Funds	(See Instructions)			
_	00	· 1	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
5.		)ISCIO:	sure of Legal Proceedings is Required Pursuant to Items 2(d) of 2(e)			
6.	_	n or P	lace of Organization			
		r				
	Delaware					
7. Sole Voting Power						
N	umber of		24,386,710			
shares beneficially		8.	Shared Voting Power			
owned by each			0			
reporting		9.	Sole Dispositive Power			
person			04.306.710			
with:		10.	24,386,710 Shared Dispositive Power			
		10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
10	24,386,710  Chall little Assessed Assessed in Providing Contain Characteristics					
12.	2. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	. Percent of Class Represented by Amount in Row (11)					
	28.5%					
14.		eporti	ng Person (See Instructions)			
		-				
	OO					

1.	Names of Reporting Persons.					
	Blackstone Holdings III L.P.					
2.	Check the (a) ⊠	Appr (b)	opriate Box if a Member of a Group (See Instructions)  □			
3.	SEC Use	Only				
4.		Funds	s (See Instructions)			
5.	OO Chaalaif I	Na ala	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
3.		JISCIO	sure of Legal Proceedings is Required Pursuant to Items 2(d) of 2(e)			
6.	_	p or P	lace of Organization			
	Quebec, C	Canada				
		7.	Sole Voting Power			
Number of 24,386,710						
shares		8.	Shared Voting Power			
beneficially owned by each			0			
reporting		9.	Sole Dispositive Power			
person with:			24,386,710			
		10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
	24,386,71	0				
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	□ . Percent of Class Represented by Amount in Row (11)					
13.	Percent of Class Represented by Amount in Row (11)					
	28.5%					
14.	Type of R	.eporti	ng Person (See Instructions)			
	PN					

Blackstone Holdings III GP L.P.  Check the Appropriate Box if a Member of a Group (See Instructions)  SEC Use Only  Source of Funds (See Instructions)  OO  Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  Check if Disclosure of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  Sole Dispositive Power  24,386,710	1.	Names of Reporting Persons.					
(a) Source of Funds (See Instructions)  OO  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  9. Sole Dispositive Power  24,386,710		Blackstone Holdings III GP L.P.					
4. Source of Funds (See Instructions)  OO  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  □  6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  Sole Dispositive Power  24,386,710	2.	2. Check the Appropriate Box if a Member of a Group (See Instructions)					
4. Source of Funds (See Instructions)  OO  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  □  6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  Sole Dispositive Power  24,386,710	2	SEC Has	a Onder				
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  9. Sole Dispositive Power  24,386,710							
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)    Citizenship or Place of Organization   Delaware   7. Sole Voting Power	4.	Source of	of Funds (See Instructions)				
6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  24,386,710  Sole Voting Power  24,386,710  Sole Dispositive Power  24,386,710							
6. Citizenship or Place of Organization  Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  9. Sole Dispositive Power  24,386,710  9. Sole Dispositive Power  24,386,710	5.	Check if l	Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
Delaware  7. Sole Voting Power  Number of shares beneficially owned by each reporting person with:  24,386,710  Shared Voting Power  0  24,386,710  Shared Voting Power  24,386,710  24,386,710							
Number of shares beneficially owned by each reporting person with:  7. Sole Voting Power  24,386,710  8. Shared Voting Power  0  9. Sole Dispositive Power  24,386,710	6.	Citizensh	hip or Place of Organization				
Number of shares beneficially owned by each reporting person with:  24,386,710  8. Shared Voting Power  0  9. Sole Dispositive Power  24,386,710  24,386,710		Delaware					
shares beneficially owned by each reporting person with:  8. Shared Voting Power  0  Sole Dispositive Power  24,386,710			7. Sole Voting Power				
beneficially owned by each reporting person with:  0  24,386,710	N						
owned by each reporting person with:  0  9. Sole Dispositive Power  24,386,710			8. Shared Voting Power				
reporting person with: 24,386,710	owned by						
with: 24,386,710	reporting		9. Sole Dispositive Power				
10. Shared Dispositive Power			10. Shared Dispositive Power				
0							
11. Aggregate Amount Beneficially Owned by Each Reporting Person	11.	Aggregate	tte Amount Beneficially Owned by Each Reporting Person				
24,386,710							
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	12.						
13. Percent of Class Represented by Amount in Row (11)	13.						
28.5%							
14. Type of Reporting Person (See Instructions)	14.	Type of R	Reporting Person (See Instructions)				
PN		PN					

1.	Names of Reporting Persons.						
	Blackstone Holdings III GP Management L.L.C.						
2.							
3.	SEC Use	Only					
4.	Source of	Funds	s (See Instructions)				
	OO						
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenshi	p or P	lace of Organization				
	Delaware						
		7.	Sole Voting Power				
Number of 24.386.710			24,386,710				
shares		8.	Shared Voting Power				
	neficially wned by						
each reporting		9.	Sole Dispositive Power				
person with:			24,386,710				
		10.	Shared Dispositive Power				
			0				
11.	Aggregate	e Amo	unt Beneficially Owned by Each Reporting Person				
	24,386,71	0					
12.							
13.	. Percent of Class Represented by Amount in Row (11)						
	28.5%						
14.	Type of R	eporti	ng Person (See Instructions)				
	00						

1.	Names of Reporting Persons.					
	Blackstone Holdings I/II GP L.L.C.					
2.						
3.	SEC Use	•				
4.		Funds	s (See Instructions)			
5.	OO Check if I	)icolo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
5.		713010	sale of Legal Proceedings is required Fursualit to Items 2(u) of 2(e)			
6.	_	p or P	lace of Organization			
	Delaware					
		7.	Sole Voting Power			
3.7	1 0					
N	umber of shares	8.	56,650,801 Shared Voting Power			
shares beneficially		8.	Shared voting Power			
owned by			0			
each reporting		9.	Sole Dispositive Power			
person with:			56,650,801			
	with.		Shared Dispositive Power			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
10	56,650,801					
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	. Percent of Class Represented by Amount in Row (11)					
	42.1%					
14.		eporti	ng Person (See Instructions)			
		•				
	00					

1.	Names of Reporting Persons.					
	Blackstone Inc.					
2.	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) ⊠ (b) □					
3.	SEC Use	Only				
4.	Source of	Funds	s (See Instructions)			
	00					
5.		Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenshi	n or P	Place of Organization			
0.	Citizensiii	рогт	acc of Organization			
	Delaware					
		7.	Sole Voting Power			
Number of 81,037,511						
shares		8.	Shared Voting Power			
	neficially wned by					
each reporting		9.	Sole Dispositive Power			
person			81,037,511			
	with:	10.	Shared Dispositive Power			
1			0			
11.	Aggregate	e Amo	unt Beneficially Owned by Each Reporting Person			
	81,037,51	1				
12.			gregate Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Percent of Class Represented by Amount in Row (11)					
	60.3%					
14.	Type of R	eporti	ng Person (See Instructions)			
	CO					

1.	Names of Reporting Persons.					
	Blackstone Group Management L.L.C.					
2.						
	. ,	. ,				
3.	SEC Use	Only				
4.	Source of	Funds	s (See Instructions)			
	OO					
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenshi	p or P	Place of Organization			
	Delaware					
		7.	Sole Voting Power			
Number of			81,037,511			
shares beneficially		8.	Shared Voting Power			
owned by each			0			
reporting		9.	Sole Dispositive Power			
person with:			81,037,511			
		10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
	81,037,511					
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.						
	60.3%					
14.	Type of R	eporti	ng Person (See Instructions)			
	00					

1.	Names of Reporting Persons.					
	Stephen A. Schwarzman					
2.						
3.	SEC Use	Only				
4.	Source of	Funds	s (See Instructions)			
	OO					
5.	Check if I	Disclo	sure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenshi	p or P	lace of Organization			
	United Sta	ates				
		7.	Sole Voting Power			
	umber of		81,037,511			
shares beneficially		8.	Shared Voting Power			
owned by each			0			
reporting		9.	Sole Dispositive Power			
person with:			81,037,511			
		10.	Shared Dispositive Power			
			0			
11.	Aggregate	Amo	unt Beneficially Owned by Each Reporting Person			
	81,037,511					
12.	. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Represented by Amount in Row (11)					
	60.3%					
14.	Type of R	eporti	ng Person (See Instructions)			
	IN					

This Amendment No. 5 ("Amendment No. 5") to Schedule 13D relates to the Class A common stock, par value \$0.0001 per share (the <u>Class A Common Stock</u>"), of Finance of America Companies Inc., a Delaware corporation (the <u>"Issuer"</u>), and amends and supplements the initial statement on Schedule 13D filed on August 26, 2021, as amended by the Amendment No. 1 to the Schedule 13D filed on October 1, 2021, as amended by Amendment No. 2 to the Schedule 13D filed on April 5, 2022, as amended by Amendment No. 3 to the Schedule 13D filed on August 10, 2022, as amended by Amendment No. 4 to the Schedule 13D, filed on December 7, 2022 (as so amended, the <u>"Schedule 13D"</u>). Except as specifically amended by this Amendment No. 5, the Schedule 13D remains in full force and effect. The principal executive offices of the Issuer are located at 5830 Granite Parkway, Suite 400, Plano, Texas 75024. Capitalized terms used but not defined in this Amendment No. 5 shall have the same meanings ascribed to them in the Schedule 13D as amended from time to time.

#### Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is hereby amended and supplemented by the following:

As contemplated by the Stock Purchase Agreement previously described in Amendment No. 4 to this Schedule 13D, and upon the consummation of the transactions contemplated by the AAG Purchase Agreements, on March 31, 2023, BTO Urban Holdings L.L.C., Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P., and BTO Urban Holdings II L.P. purchased from the Issuer in a private placement at a purchase price of \$1.38 per share the number of shares of Class A Common Stock set forth below:

Reporting Person/Purchaser Entity	Number of Shares
BTO Urban Holdings L.L.C.	7,717,103
Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC	
L.P.	43,228
BTO Urban Holdings II L.P.	3,109,235

The payment of the aggregate purchase price was funded by capital contributions from their respective partners.

#### Item 5. Interest in Securities of the Issuer

Item 5(a)-(c) of the Schedule 13D is hereby amended and restated as follows:

(a) and (b) Calculations of the percentage of the shares of Class A Common Stock beneficially owned is based on 63,837,298 shares of Class A Common Stock outstanding as of March 10, 2023 as set forth in the Issuer's Annual Report on Form 10-K filed by the Issuer on March 16, 2023, as increased by the 21,739,132 shares of Class A Common Stock issued on March 31, 2023 pursuant to the Stock Purchase Agreement and the Other Stock Purchase Agreement, and, for each Reporting Person, takes into account any shares of Class A Common Stock underlying FoA Units beneficially owned by such Reporting Person, as applicable.

The aggregate number and percentage of the Class A Common Stock beneficially owned by each Reporting Person and for each Reporting Person, the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, or shared power to dispose or to direct the disposition are set forth on rows 7 through 11 and row 13 of the cover pages of this Schedule 13D and are incorporated herein by reference.

The Reporting Persons beneficially own an aggregate of 81,037,511 shares of Class A Common Stock, which represents 60.3% of the outstanding Class A Common Stock, as calculated pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), based on the following: BTO Urban Holdings L.L.C. beneficially owns 56,328,518 shares of Class A Common Stock, of which 48,611,415 would be received upon conversion of FoA Units, Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P. beneficially owns 322,283 shares of Class A Common Stock, of which 279,055 would be received upon conversion of FoA Units and BTO Urban Holdings II L.P. holds 24,386,710 shares of Class A Common Stock.

BTO Urban Holdings L.L.C. also holds 5,942,476 Earnout Rights, Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P. also holds 34,112 Earnout Rights, BTO Urban Holdings II L.P. also holds 2,238,050 Earnout Rights and Blackstone Tactical Opportunities Associates—NQ L.L.C. also holds 363,004 Earnout Rights.

BTO Urban Holdings L.L.C. is owned by the Blackstone Tactical Opportunities Funds, BTAS NQ Holdings L.L.C. and Blackstone Family Tactical Opportunities Investment Partnership SMD L.P.

The general partner of each of the Blackstone Tactical Opportunities Funds is Blackstone Tactical Opportunities Associates — NQ L.L.C. The sole member of Blackstone Tactical Opportunities Associates — NQ L.L.C. is BTOA — NQ L.L.C. The managing member of BTOA — NQ L.L.C. is BIackstone Holdings II L.P. The managing member of BTAS NQ Holdings L.L.C. is BTAS Associates — NQ L.L.C. The managing member of BTAS Associates — NQ L.L.C. is Blackstone Holdings II L.P.

The general partner of Blackstone Family Tactical Opportunities Investment Partnership SMD L.P. is Blackstone Family GP L.L.C. Blackstone Family GP L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Mr. Schwarzman.

The general partner of Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P. is BTO-NQ Side-by-Side GP L.L.C. The sole member of BTO-NQ Side-by-Side GP L.L.C. is Blackstone Holdings II L.P.

The general partner of BTO Urban Holdings II L.P. is Blackstone Tactical Opportunities Associates L.L.C. The managing member of Blackstone Tactical Opportunities Associates L.L.C. is BTOA L.L.C. The managing member of BTOA L.L.C. is Blackstone Holdings III L.P. The general partner of Blackstone Holdings III L.P. is Blackstone Holdings III GP L.P. The general partner of Blackstone Holdings III GP L.P. is Blackstone Holdings III GP L.D. is the general partner of Blackstone Holdings II L.P. Blackstone Inc. is the sole member of each of Blackstone Holdings I/II GP L.L.C. and Blackstone Holdings III GP Management L.L.C. The sole holder of the Series II preferred stock of Blackstone Inc. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.

Neither the filing of this Schedule 13D nor any of its contents shall be deemed to constitute an admission that any Reporting Person is the beneficial owner of the Class A Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose and each of the Reporting Persons expressly disclaims beneficial ownership of such shares of Class A Common Stock.

By virtue of the Stockholders Agreement (as defined below), the Reporting Persons and Brian Libman and his affiliates may be deemed to be members of a group for purposes of Section 13(d) of the Exchange Act. Mr. Libman and his affiliates are filing a separate Schedule 13D to report the Class A Common Stock that they may be deemed to beneficially own. Collectively, the Reporting Persons and Mr. Libman and his affiliates may be deemed to beneficially own in the aggregate 162,560,792 shares of Class A Common Stock, representing 79.4% of the outstanding Class A Common Stock, calculated pursuant to Rule 13d-3 of the Exchange Act.

(c) On March 31, 2023, upon the consummation of the transactions contemplated by the AAG Purchase Agreements and pursuant to the Stock Purchase Agreement (as each is defined and described in Item 6 to the Schedule 13D), the Issuer delivered (i) 7,717,103 shares of Class A Common Stock to BTO Urban Holdings L.L.C., (ii) 43,228 shares of Class A Common Stock to Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P., and (iii) 3,109,235 shares of Class A Common Stock to BTO Urban Holdings II L.P. for an aggregate purchase price of \$15,000,000, or \$1.38 per share.

Pursuant to the LTIP Award Settlement Agreement described in Item 6 to the Schedule 13D, certain equityholders of the Issuer and Finance of America Equity Capital LLC are obligated to deliver a number of shares of Class A Common Stock to the Issuer for no consideration in connection with the settlement of awards of restricted stock units granted by the Issuer. In connection with the Issuer's settlement of restricted stock units into shares of Class A Common Stock and pursuant to the LTIP Award Settlement Agreement, on April 3, 2023, BTO Urban Holdings L.L.C. delivered 777,935 shares of Class A Common Stock (which shares were received upon conversion of an equal number of FoA Units), Blackstone Family Tactical Opportunities Investment Partnership — NQ — ESC L.P. delivered 4,466 shares of Class A Common Stock (which shares were received upon conversion of an equal number of FoA Units), and BTO Urban Holdings II L.P. delivered 340,506 shares of Class A Common Stock, in each case to the Issuer for no consideration.

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#### SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: April 4, 2023

#### BTO Urban Holdings L.L.C.

By: /s/ Menes Chee Name: Menes Chee Title: Manager

#### Blackstone Tactical Opportunities Fund - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

## Blackstone Tactical Opportunities Fund II - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

# Blackstone Tactical Opportunities Fund - A (RA) - NQ

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

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Blackstone Tactical Opportunities Fund - I - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - S - NQ L.P.,

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: B.TOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - C - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - L - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - O - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - N - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - U - NQ L.L.C.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund II - C - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

Blackstone Tactical Opportunities Fund - T - NQ L.P.

By: Blackstone Tactical Opportunities Associates - NQ

L.L.C., its general partner

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

BTAS NQ Holdings L.L.C.

By: BTAS Associates - NQ L.L.C., its managing member

By: BTOA-NQ L.L.C., its sole member

By: /s/ Christopher Striano

Name: Christopher Striano Title: Senior Managing Director

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# Blackstone Family Tactical Opportunities Investment Partnership SMD L.P.

By: Blackstone Family GP L.L.C., its general partner

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi

Title: Senior Managing Director

#### Blackstone Tactical Opportunities Associates - NQ L.L.C.

By: BTOA - NQ L.L.C., its sole member

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

## BTOA - NQ L.L.C.

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

#### Blackstone Holdings II L.P.

By: Blackstone Holdings I/II GP L.L.C., its general partner

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi

Title: Senior Managing Director

# BTAS Associates - NQ L.L.C.

By: BTOA-NQ L.L.C., its sole member

By: /s/ Christopher Striano Name: Christopher Striano Title: Senior Managing Director

## Blackstone Family GP L.L.C.

By: /s/ Tabea Hsi

Name: Tabea Hsi

Title: Senior Managing Director

# Blackstone Family Tactical Opportunities Investment Partnership - NQ - ESC L.P.

By: BTO-NQ Side-by-Side GP L.L.C., its general partner

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

#### BTO-NQ Side-by-Side GP L.L.C.

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

# BTO Urban Holdings II L.P.

By: Blackstone Tactical Opportunities Associates L.L.C., its general partner

By: BTOA L.L.C., its managing member

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

#### Blackstone Tactical Opportunities Associates L.L.C.

By: BTOA L.L.C., its managing member

By: <u>/s/ Christopher J. James</u> Name: Christopher J. James Title: Chief Operating Officer

#### BTOA L.L.C.

By: /s/ Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

#### Blackstone Holdings III L.P.

By: Blackstone Holdings III GP L.P., its general partner By: Blackstone Holdings III GP Management L.L.C., its general partner

By: /s/ Tabea Hsi Name: Tabea Hsi

Title: Senior Managing Director

#### Blackstone Holdings III GP L.P.

By: Blackstone Holdings III GP Management L.L.C., its general partner

By: /s/ Tabea Hsi Name: Tabea Hsi

Title: Senior Managing Director

#### Blackstone Holdings III GP Management L.L.C.

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi

Title: Senior Managing Director

## Blackstone Holdings I/II GP L.L.C.

By: /s/ Tabea Hsi

Name: Tabea Hsi

Title: Senior Managing Director

#### Blackstone Inc.

By: <u>/s/ Tabea Hsi</u>

Name: Tabea Hsi

Title: Senior Managing Director

## Blackstone Group Management L.L.C.

By: /s/ Tabea Hsi

Name: Tabea Hsi

Title: Senior Managing Director

#### Stephen A. Schwarzman

/s/ Stephen A. Schwarzman

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