

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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. Name and Address of Reporting Person * <u>AEA-Bridges Impact Sponsor LLC</u>  (Last) (First) (Middle) <u>520 MADISON AVENUE, 40TH FLOOR</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AEA-Bridges Impact Corp. [ IMPX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/23/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common stock	09/23/2022		C <sup>(1)</sup>		7,950,000	A	(1)	7,950,000	D	
Common stock	09/26/2022		D <sup>(2)</sup>		7,950,000	D	(2)	0	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/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B ordinary shares	(1)	09/23/2022		D <sup>(3)</sup>			2,000,000	(1)	(1)	Class A ordinary shares	2,000,000	(3)	7,950,000	D	
Class B ordinary shares	(1)	09/23/2022		C <sup>(1)</sup>			7,950,000	(1)	(1)	Class A ordinary shares	7,950,000	(1)	0	D	
Warrants to purchase common stock	\$11.5	09/26/2022		D <sup>(1)(2)</sup>			10,500,000	10/26/2023	09/26/2027	Common stock	10,500,000	(1)(2)	0	D	

**Explanation of Responses:**

- In connection with the Business Combination Agreement, dated December 12, 2021, by and among the Issuer, LiveWire Group, Inc. (f/k/a LW EV Holdings, Inc.) ("HoldCo"), LW EV Merger Sub, Inc. ("Merger Sub"), LiveWire EV, LLC ("LiveWire") and Harley-Davidson, Inc. (the transactions contemplated thereby, the "Business Combination"), Merger Sub merged with and into the Issuer, with the Issuer surviving the merger as a wholly-owned direct subsidiary of HoldCo (the "Merger"). In connection with the domestication of the Issuer as a Delaware corporation, the Class B ordinary shares, par value \$0.0001 per share, of the Issuer were automatically converted into common stock of the Issuer and the warrants to purchase Class A ordinary shares of the Issuer were automatically converted into warrants to purchase shares of common stock of the Issuer.
- In connection with the closing of the Business Combination, the Reporting Person's shares of common stock of the Issuer were automatically converted into shares of common stock of HoldCo, par value \$0.0001 per share, on a one-for-one basis and the Reporting Person's warrants to purchase common stock of the Issuer were automatically converted into warrants to purchase shares of common stock of HoldCo on a one-for-one basis.
- In connection with the execution of the Business Combination Agreement, the Sponsor entered into that certain Sponsor Letter Agreement, dated as of December 12, 2021, by and among the Sponsor, LiveWire, HoldCo, H-D and certain other individuals (the "Investor Support Agreement"). Pursuant to the Investor Support Agreement, the Sponsor agreed to forfeit 2,000,000 Class B ordinary shares. The Sponsor forfeited 2,000,000 Class B ordinary shares pursuant to the Investor Support Agreement.

**Remarks:**

/s/ Ramzi Gedeon 09/27/2022  
 \*\* 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.