FORM 4

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

Washington,	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 Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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*     Mancini Joseph H.					2. Issuer Name and Ticker or Trading Symbol  Xerox Holdings Corp [ XRX ]									(Che	ck all app	licable) tor	ng Pers	10% O	vner		
	First)	(1)	(Middle)				3. Date of Earliest Transaction (Month/Day/Year) 12/09/2021									below)  VP & Chief Accounting Officer					
ılk (	CT	0	6851		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicabline)  X Form filed by One Reporting Person  Form filed by More than One Reporting					on		
(	State	e) (Z	zip)												reisuii						
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 and Securities Beneficially Owned Followin		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) (D)	or P	rice	Transa	saction(s)			(Instr. 4)				
Restricted Stock Units				12/09/2021				M		1,970	I	)	\$0	7,	7,193 <sup>(1)</sup>		I	Spouse			
Common Stock				12/09/2021				M		1,970(2)	A	\	\$ <mark>0</mark>	27	,550(1)		I	Spouse			
Common Stock				12/09/2021				F		618(3)	I	) \$	21.06	2	6,932		I	Spouse			
Restricted Stock Units					12/09/2021				M		5,906	I		\$0	21	21,267 <sup>(1)</sup>		D			
Common Stock				12/09/2021				M		5,906 <sup>(2)</sup>	A		\$0	53,793(1)		D					
Common Stock				12/09/2021					F		1,851 <sup>(3)</sup>	I	)   \$	21.06	5	1,942		D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
or Exercis Price of	n D e (f	ate	Executi if any	ion Date, Transac Code (I /Day/Year) 8)			of Deriv Secu Acqu (A) o Dispo of (D (Insti	rative rities iired r osed ) r. 3, 4	Expirati (Month/	ion Da	te Amo Secu Und Deri Secu		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  Amount or Number of		rivative curity str. 5) Beneficiall Owned Following Reported		y [	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	RRITT 7  ALK (  Security (III  Security (III  Stock to St	(First) RRITT 7  ALK CT (State)  Security (Instr. :  d Stock Units a Stock d Stock Units a Stock a Stock c Sto	(First) (NRRITT 7  ALK CT 0  (State) (Z  Table  Security (Instr. 3)  d Stock Units a Stock d Stock Units a Stock a Stock Tal  Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) RRITT 7  ALK CT 06851  (State) (Zip)  Table I - No  Security (Instr. 3)  d Stock Units a Stock d Stock Units a Stock Table II -  Conversion or Exercise Price of Derivative  Derivative  Table II -  3. Transaction Date (Month/Day/Year) (Month.	(First) (Middle)  RRITT 7  ALK CT 06851  (State) (Zip)  Table I - Non-Deriva  Security (Instr. 3) 2. Transac Date (Month/Da  d Stock Units 12/09/2 d Stock 12/09/2 d Stock 12/09/2 Table II - Derivati (e.g., pu  2. Transac  Table II - Derivati (e.g., pu  2. Transac  Table II - Derivati (e.g., pu  (Month/Day/Year)  ALK CT 06851  Table II - Non-Derivati (Month/Day/Year)  3. Transaction Date (Month/Day/Year)	Xer   Xer	(First) (Middle)  (First) (Middle)  RRITT 7  ALK CT 06851  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Date of E 12/09/2021  4. If Amend  ALK CT 06851  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  1. Stock 12/09/2021  1. Stock 12/09/2021  1. Stock 12/09/2021  Table II - Derivative Security (e.g., puts, calls, volume of Exercise Price of Derivative (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of E 12/09/2021  4. If Amend  2. Transaction Date (e.g., puts, calls, volume of Exercise Price of Derivative (Month/Day/Year)  3. Date of E 12/09/2021  4. If Amend 2. Transaction Date (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (Month/Day/Year)  3. Date of E 12/09/2021  4. If Amend 2. Transaction Date (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (Month/Day/Year)  3. Date of E 12/09/2021  4. If Amend 2. Transaction Date (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g., puts, calls, volume of Exercise Price of Derivative (e.g.,	Xerox Holding   Xerox Holdin	(First) (Middle)  (RRITT 7  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acque (Month/Day/Year)  (Month/Day/Year)  (Stock Units 12/09/2021  Stock 12/09/2021  (Stock 12/09/2021  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, and complete of Derivative Securities Acque (e.g., puts, calls, warrants, security  (Month/Day/Year)  (Month/Day/Year)	Xerox Holdings Corp  (First) (Middle)  RRITT 7  Table I - Non-Derivative Securities Acquired, Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  1 Stock 12/09/2021 M  2 Table II - Derivative Securities Acquired, Equivalent Execution Date, if any (Month/Day/Year) Securities Acquired (A) or Obsposed of (D) (Instr. 3, 4 and 5)  Date Date	Xerox Holdings Corp   XR	Security (Instr. 3)   Security (Instr. 3)   Security (Instr. 4)   Security (Instr. 4)   Security (Instr. 5)   Security (Instr. 6)   Security (Instr. 7)   Security (Instr. 6)   Security (Instr. 7)   Security (Instr. 7)	Security (Instr. 3)   Security (Instr. 4)   Security (Instr. 5)   Security (Instr. 6)   Security (Instr. 7)   Security (Instr. 8)   Security (Instr. 8)   Security (Instr. 9)   Security (Instr. 9)	(First) (Middle)  RRITT 7  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice of Stock Units  12/09/2021  Table I - Non-Derivative Securities Acquired, Disposed Of (Disposed Of (Di		A	Security (Instr. 3)   Security (Instr. 4)   Security (Instr. 3)   Security (Instr. 4)   Security (Instr. 5)   Security (Instr. 6)   Security (Instr. 6)	Non-Derivative   Non-	A. If Amendment, Date of Original Filed (Month/Day/Year)   Check all applicable)   Director   10% October   Delow)   VP & Chief Accounting Office (pile title below)   VP & Chief Accounting Office (pile title title below)   VP & Chief Accounting Office (pile title title title below)   VP & Chief Accounting Office (pile title ti		

## **Explanation of Responses:**

- 1. Reflects adjustment of balance due to Restricted Stock Units converting to Common Stock.
- 2. Restricted Stock Units vested and converted to shares of Common Stock.
- 3. Shares withheld to pay for taxes on Restricted Stock Units that have vested.

/s/ Douglas H. Marshall, Attorney-in-Fact

12/13/2021

\*\* 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.

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