

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>Momo-Wade Suzan</u> (Last) (First) (Middle) XEROX HOLDINGS CORPORATION 201 MERRITT 7 (Street) NORWALK CT 06851 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Xerox Holdings Corp [XRX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP & CHRO
	3. Date of Earliest Transaction (Month/Day/Year) 01/11/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 01/13/2023	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	01/11/2023		F		2,587 ⁽¹⁾	D	\$16.6	66,066 ⁽²⁾	D	
Common Stock	01/12/2023		F		3,362 ⁽¹⁾	D	\$16.54	69,969 ⁽³⁾	D	
Restricted Stock Units								24,583 ⁽²⁾⁽³⁾	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)					

Explanation of Responses:

- Common stock withheld as payment of tax liability incident to the vesting of restricted stock units ("RSUs") granted in accordance with Rule 16b-3.
- On January 11, 2023, 5,350 RSUs held by the insider vested. These amounts have been adjusted to reflect a decrease of 5,350 RSUs and a corresponding increase of 5,350 shares of common stock acquired upon vesting.
- On January 12, 2023, 7,265 RSUs held by the insider vested. These amounts have been adjusted to reflect a decrease of 7,265 RSUs and a corresponding increase of 7,265 shares of common stock acquired upon vesting.

Remarks:

The original Form 4 filed on January 13, 2023 is being amended solely to correct an administrative error which overstated the beneficial ownership of Common Stock by 3,078 shares. The number of Common Stock beneficially owned by the Reporting Person as reported in Table I, Column 5 of subsequent Forms 4 filed on January 18, 2023 and January 20, 2023 is similarly overstated by 3,078 shares. As of February 21, 2023, the Reporting Person beneficially owns 72,429 shares of Common Stock through direct ownership.

/s/ Flor Colon, Attorney-in-Fact 02/21/2023

** 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.