

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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

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

(Print or Type Responses)

|                                                                                |                                         |                                                                                 |                                                                                         |                                                                                                                                                                                                                               |                                                                                                                                                          |            |                                                                                                  |                                                             |                                                          |
|--------------------------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|
| 1. Name and Address of Reporting Person*<br><b>Juniper Capital II GP, L.P.</b> |                                         | 2. Issuer Name and Ticker or Trading Symbol<br><b>PENN VIRGINIA CORP [PVAC]</b> |                                                                                         | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/><br>Officer (give title below) _____ Other (specify below) _____ |                                                                                                                                                          |            |                                                                                                  |                                                             |                                                          |
| (Last)<br><b>2727 ALLEN PARKWAY, SUITE 1850</b>                                | (First)<br>                             | (Middle)<br>                                                                    | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>06/02/2021</b>                   |                                                                                                                                                                                                                               |                                                                                                                                                          |            |                                                                                                  |                                                             |                                                          |
| (Street)<br><b>HOUSTON, TX 77019</b>                                           |                                         |                                                                                 | 4. If Amendment, Date Original Filed(Month/Day/Year)                                    |                                                                                                                                                                                                                               | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>X Form filed by One Reporting Person<br>_____ Form filed by More than One Reporting Person |            |                                                                                                  |                                                             |                                                          |
| (City)                                                                         | (State)                                 | (Zip)                                                                           | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                                                                                                                                                                               |                                                                                                                                                          |            |                                                                                                  |                                                             |                                                          |
| 1. Title of Security<br>(Instr. 3)                                             | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year)                           | 3. Transaction Code<br>(Instr. 8)                                                       |                                                                                                                                                                                                                               | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5)                                                                                     |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|                                                                                |                                         |                                                                                 | Code                                                                                    | V                                                                                                                                                                                                                             | Amount                                                                                                                                                   | (A) or (D) |                                                                                                  |                                                             |                                                          |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |                  |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|---|--------------------------------------------------------------------------------------------|-----|-------------------------------------------------------------|-----------------|------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------|------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V | (A)                                                                                        | (D) | Date Exercisable                                            | Expiration Date |                                                                  |                                               |                                                                                                       |                                                                                     |                                                           | Title            |
| Series A Preferred Stock                      | (1) (2)                                                | 06/02/2021                              |                                                       | J(3)                              |   | 8.89                                                                                       |     | 07/14/2021(1)(2)                                            | (5)             | Common Stock                                                     | 889                                           | (1) (2)                                                                                               | 54,061.41                                                                           | I                                                         | See footnote (4) |

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |         |       |
|--------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                      | Director      | 10% Owner | Officer | Other |
| Juniper Capital II GP, L.P.<br>2727 ALLEN PARKWAY<br>SUITE 1850<br>HOUSTON, TX 77019 |               | X         |         |       |

## Signatures

|                                                                 |            |
|-----------------------------------------------------------------|------------|
| /s/ Edward Geiser, Authorized Signatory of the Reporting Person | 06/04/2021 |
| Signature of Reporting Person                                   | Date       |

## Explanation of Responses:

\* 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).

- As previously reported, on January 15, 2021, Rocky Creek Resources, LLC, a Delaware limited liability company ("RCR"), was issued 54,052.52 shares of Series A Preferred Stock of the
- (1) Issuer ("Series A Preferred Stock") and 5,405,252 Common Units ("Common Units") of PV Energy Holdings, L.P., a Delaware limited partnership and subsidiary of the Issuer (the "Partnership") pursuant to the Contribution Agreement dated November 2, 2020 (the "Contribution Agreement").
  - (2) RCR may elect to have each Common Unit, together with 1/100th of a share of Series A Preferred Stock, held by it, redeemed at any time on or after July 14, 2021 for, at the Partnership's option, either (a) one share of common stock, par value \$0.01, of the Issuer ("Common Stock") or (b) a cash payment equal to the average of the volume-weighted closing price of one share of Common Stock for the five trading days prior to the date RCR delivers a notice of redemption for each Common Unit and 1/100th of a share of Series A Preferred Stock redeemed (subject to customary adjustments, including for stock splits, stock dividends and reclassifications).
  - (3) On June 2, 2021, RCR became entitled to receive 8.89 shares of Series A Preferred Stock and 889 Common Units pursuant to customary post-closing adjustments set forth in the Contribution Agreement. The number of shares of Series A Preferred Stock and Common Units issuable pursuant to the post-closing adjustments was determined on June 2, 2021 pursuant to a final settlement statement in accordance with the Contribution Agreement.
  - (4) The Reporting Person is the sole general partner of Juniper Capital II, L.P., a Delaware limited partnership and investment fund that controls RCR and owns a majority of the membership interests in RCR. The Reporting Person disclaims beneficial ownership in the securities except to the extent of its pecuniary interest therein.
  - (5) N/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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