FORM 4

# **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB	APP	RO\	/AI

	OMB Number:	3235-0287
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1	hours per response:	0.5

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Name and Address of Reporting Person*  Wheeler Chad			2. Issuer Name and Ticker or Trading Symbol  VSE CORP [ VSEC ]		ionship of Reporting Person(s) all applicable) Director	(s) to Issuer	
(Last) 384 DRUM AVE			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2024	X	Officer (give title below)  President, Wheeler	Other (specify below)	
(Street) SOMERSET	PA	15501	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individ	dual or Joint/Group Filing (Che Form filed by One Reporting Form filed by More than One	Person	
(City)	(State)	(Zip)					

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$.05	03/31/2024	A		2,424(1)	A	\$0	30,650	D	
Common Stock, par value \$.05	03/31/2024	M		1,216(2)	A	\$0	31,866	D	
Common Stock	04/01/2024	F		998(3)	D	\$79.02	30,868	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	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Ir	nsaction Derivative		6. Date Exerc Expiration Day/\(\text{Month/Day/\}\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v			Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

## Explanation of Responses:

- 1. Represents acquisition of shares of VSE common stock upon vesting of PRSUs that were granted on March 31, 2021 for the performance period ended December 31, 2023.
- 2. Represents acquisition of shares of VSE common stock upon vesting of RSUs.
- 3. Represents withholding of shares of VSE common stock for the tax liability associated with the vesting of RSUs and PRSUs.

Farinaz S. Tehrani, Attorney-in-

Fact

\*\* Signature of Reporting Person

04/02/2024 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.