**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**
   - DAHLBERG KENNETH C
     - (Last)
     - (First)
     - (Middle)
   - PARSONS CORPORATION
     - 5875 TRINITY PARKWAY #300
     - CENTREVILLE VA 20120

2. **Issuer Name and Ticker or Trading Symbol**
   - PARSONS CORP [ PSN ]

3. **Date of Earliest Transaction**
   - 04/01/2020

4. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - 10% Owner
   - Officer (give title below)
   - Other (specify below)

5. **Individual or Joint/Group Filing (Check Applicable Line)**
   - X Form filed by One Reporting Person
   - Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>(1)</td>
<td>1,081</td>
<td>1,081</td>
</tr>
</tbody>
</table>

#### Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
2. The restricted stock units will vest on March 31, 2021. Vested shares will be delivered pursuant to the terms and conditions set forth in the applicable grant notice for such restricted stock units.

**Remarks:**

/s/ Michael R. Kolloway, as attorney-in-fact

04/03/2020

**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).


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.