1. Name and Address of Reporting Person
   Ball George L.
   (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 (Month/Day/Year)
   12/31/2019

4. If Amendment, Date of Original Filed (Month/Day/Year)
   01/03/2020

5. Relationship of Reporting Person(s) to Issuer
   Director
   10% Owner
   Officer (give title below)
   Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
   x 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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price (A) or (D)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/31/2019</td>
<td></td>
<td>F</td>
<td>2,479</td>
<td>D</td>
<td>$41.28</td>
</tr>
</tbody>
</table>

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

(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
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</tr>
</tbody>
</table>

**Explanation of Responses:**

**Remarks:**

This amendment is being filed to reflect the withholding of shares to cover taxes on January 3, 2020, which was omitted from the Form 4 filed on January 3, 2020. The number of shares reported in Column 5 reflects the Reporting Person’s direct holdings following the share withholding.

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

04/30/2020

** 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.