

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL | |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|---|---|---|
| 1. Name and Address of Reporting Person* <u>Rizvi Opportunistic Equity Fund II, L.P.</u> (Last) (First) (Middle) 801 NORTHPOINT PARKWAY SUITE 129 (Street) WEST PALM BEACH FL 33407 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 03/04/2022 | 3. Issuer Name and Ticker or Trading Symbol <u>PLBY Group, Inc. [PLBY]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 7,069,064 ⁽¹⁾⁽²⁾ | D | |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| | | | | | | | |

1. Name and Address of Reporting Person*
Rizvi Opportunistic Equity Fund II, L.P.
 (Last) (First) (Middle)
 801 NORTHPOINT PARKWAY
 SUITE 129
 (Street)
 WEST PALM BEACH FL 33407
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Rizvi Traverse GP II, LLC
 (Last) (First) (Middle)
 801 NORTHPOINT PARKWAY
 SUITE 129
 (Street)
 WEST PALM BEACH FL 33407
 (City) (State) (Zip)

BEACH

(City)

(State)

(Zip)

Explanation of Responses:

1. Includes (i) 3,534,530 shares acquired in a pro rata distribution of shares of the common stock ("Common Stock"), par value \$0.0001 per share, of PLBY Group, Inc. (the "Issuer") by RT-ICON Holdings LLC ("RT-ICON") to its members for no consideration, effected on November 18, 2021 and (ii) 3,534,534 shares of Common Stock acquired in a pro rata distribution of shares of Common Stock by RT-ICON to its members for no consideration, effected on March 4, 2022 (the "March Distribution").
2. Following the March Distribution, Rizvi Opportunistic Equity Fund II, L.P. ("ROEF II") beneficially owned greater than 10% of the Issuer's outstanding Common Stock and became subject to the reporting requirements of Section 16 of the Securities Exchange Act of 1934 with respect to the Issuer. Rizvi Traverse GP II, LLC ("RT GP II") is the general partner of ROEF II. Mr. Suhail Rizvi and Mr. John Giampetroni are the managers of RT GP II. Each of RT GP II and Messrs. Suhail Rizvi and John Giampetroni may be deemed to be the beneficial owner of the shares of Common Stock beneficially owned by ROEF II, but each disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

Remarks:

This Form 3 is filed by more than one Reporting Person and is a joint filing with the Form 4 filed by Mr. Suhail Rizvi on March 8, 2022 and the Form 4 filed by Mr. John Giampetroni and Rizvi Traverse Management, LLC on March 8, 2022 and relates to the same transaction.

Rizvi Opportunistic Equity
Fund II, L.P. By: Rizvi
Traverse GP II, LLC, its 03/14/2022
General Partner By: /s/
Suhail Rizvi, Managing
Director
Rizvi Traverse GP II, LLC
By: /s/ Suhail Rizvi, 03/14/2022
Managing Director
** Signature of Reporting Date
Person

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 5 (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.