
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

BrightSpring Health Services, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

10950A106

(CUSIP Number)

Christopher Lee, Esq.
Kohlberg Kravis Roberts & Co. L.P., 30 Hudson Yards
New York, NY, 10001
(212) 750-8300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

03/02/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 10950A106

Name of reporting person

1

KKR Phoenix Aggregator L.P.

2

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 OO
5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

Citizenship or place of organization

6 DELAWARE

Sole Voting Power

7

41,824,259.00

Number of Shares Beneficially

Shared Voting Power

8

0.00

Owned by Each Reporting Person

Sole Dispositive Power

9

41,824,259.00

With: Shared Dispositive Power

10

0.00

Aggregate amount beneficially owned by each reporting person

11 41,824,259.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

Percent of class represented by amount in Row (11)

13 21.7 %

Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

CUSIP No. 10950A106

Name of reporting person

1 KKR Phoenix Aggregator GP LLC

Check the appropriate box if a member of a Group (See Instructions)

2 (a)

(b)

3 SEC use only
4 Source of funds (See Instructions)

OO

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

Citizenship or place of organization

6 DELAWARE

Number of 7 Sole Voting Power

Shares	
Beneficially	41,824,259.00
Owned by	Shared Voting Power
Each	8
Reporting	0.00
Person	Sole Dispositive Power
With:	9
	41,824,259.00
	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	41,824,259.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	<input type="checkbox"/>
	Percent of class represented by amount in Row (11)
13	21.7 %
	Type of Reporting Person (See Instructions)
14	OO

SCHEDULE 13D

CUSIP No. 10950A106

1	Name of reporting person
	KKR Americas Fund XII L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	<input type="checkbox"/>
6	Citizenship or place of organization
	CAYMAN ISLANDS
	Sole Voting Power
7	41,824,259.00
Number of	Shared Voting Power
Shares	8
Beneficially	0.00
Owned by	Sole Dispositive Power
Each	9
Reporting	41,824,259.00
Person	Shared Dispositive Power
With:	10
	0.00
11	Aggregate amount beneficially owned by each reporting person

41,824,259.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

21.7 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No. 10950A106

Name of reporting person

1

KKR Associates Americas XII L.P.

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

CAYMAN ISLANDS

Sole Voting Power

7

41,824,259.00

Shared Voting Power

Number of Shares

Beneficially

8

0.00

Owned by

Each

Sole Dispositive Power

Reporting

9

41,824,259.00

Person

With:

Shared Dispositive Power

10

0.00

Aggregate amount beneficially owned by each reporting person

11

41,824,259.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

21.7 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person
KKR Americas XII Limited.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 CAYMAN ISLANDS

7 Sole Voting Power
41,824,259.00

Number of Shares Beneficially Owned by Each Reporting Person With: 8 Shared Voting Power
0.00

9 Sole Dispositive Power
41,824,259.00

10 Shared Dispositive Power
0.00

11 Aggregate amount beneficially owned by each reporting person
41,824,259.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13
Percent of class represented by amount in Row (11)
21.7 %

14 Type of Reporting Person (See Instructions)
CO

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person
KKR Group Partnership L.P.
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
 Source of funds (See Instructions)

4
 OO
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

 Citizenship or place of organization

6
 CAYMAN ISLANDS
 Sole Voting Power

7
 Number of Shares Beneficially Owned by Each Reporting Person With: 41,824,259.00
 Shared Voting Power

8
 0.00
 Sole Dispositive Power

9
 41,824,259.00
 Shared Dispositive Power

10
 0.00
 Aggregate amount beneficially owned by each reporting person

11
 41,824,259.00
 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

 Percent of class represented by amount in Row (11)

13
 21.7 %
 Type of Reporting Person (See Instructions)

14
 PN

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person
 KKR Group Holdings Corp.
 Check the appropriate box if a member of a Group (See Instructions)

2
 (a)
 (b)

3 SEC use only
 Source of funds (See Instructions)

4
 OO
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

 Citizenship or place of organization

6
 DELAWARE
 Number of Shares Beneficially Owned by Each Reporting Person With: Sole Voting Power
 7
 41,824,259.00

Owned by Each Reporting Person With: 8 Shared Voting Power
0.00
Sole Dispositive Power
9
41,824,259.00
Shared Dispositive Power
10
0.00
Aggregate amount beneficially owned by each reporting person
11
41,824,259.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12

Percent of class represented by amount in Row (11)
13
21.7 %
Type of Reporting Person (See Instructions)
14
CO

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person
KKR Group Co. Inc.
Check the appropriate box if a member of a Group (See Instructions)
2
 (a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4
OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5

Citizenship or place of organization
6
DELAWARE
Sole Voting Power
7
41,824,259.00
Shared Voting Power
8
0.00
Sole Dispositive Power
9
41,824,259.00
Shared Dispositive Power
10
0.00
Aggregate amount beneficially owned by each reporting person
11
41,824,259.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12

Percent of class represented by amount in Row (11)
13 21.7 %
Type of Reporting Person (See Instructions)
14 CO

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person
KKR & Co. Inc.
Check the appropriate box if a member of a Group (See Instructions)
2 (a)
 (b)
3 SEC use only
Source of funds (See Instructions)
4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5
6 Citizenship or place of organization
DELAWARE
Sole Voting Power
7 41,824,259.00
Number of Shares Beneficially Owned by Each Reporting Person With:
8 Shared Voting Power
0.00
9 Sole Dispositive Power
41,824,259.00
10 Shared Dispositive Power
0.00
Aggregate amount beneficially owned by each reporting person
11 41,824,259.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12
Percent of class represented by amount in Row (11)
13 21.7 %
Type of Reporting Person (See Instructions)
14 CO

SCHEDULE 13D

1 Name of reporting person
KKR Management LLP
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 OO
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE
Sole Voting Power

7 41,824,259.00
Shared Voting Power

8 0.00
Sole Dispositive Power

9 41,824,259.00
Shared Dispositive Power

10 0.00
Aggregate amount beneficially owned by each reporting person

11 41,824,259.00
Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 21.7 %
Type of Reporting Person (See Instructions)

14 PN

SCHEDULE 13D

1 Name of reporting person
Henry R. Kravis
Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4

5 OO
 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6
 Citizenship or place of organization

7 UNITED STATES

8 Sole Voting Power

9 Number of Shares Beneficially Owned by Each Reporting Person With:

10 0.00

11 Shared Voting Power

12 41,873,554.00

13 Sole Dispositive Power

14 Shared Dispositive Power

15 0.00

16 41,873,554.00

17 Aggregate amount beneficially owned by each reporting person

18 41,873,554.00

19 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

20

21 Percent of class represented by amount in Row (11)

22 21.8 %

23 Type of Reporting Person (See Instructions)

24 IN

SCHEDULE 13D

CUSIP No. 10950A106

1 Name of reporting person

2 George R. Roberts

3 Check the appropriate box if a member of a Group (See Instructions)

4 (a)

5 (b)

6 SEC use only

7 Source of funds (See Instructions)

8 OO

9 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

10

11 Citizenship or place of organization

12 UNITED STATES

13 Number of Shares Beneficially Owned by Each

14 Sole Voting Power

15 0.00

16 Shared Voting Power

Reporting Person With: 41,938,202.00
Sole Dispositive Power
9
0.00
Shared Dispositive Power
10
41,938,202.00

Aggregate amount beneficially owned by each reporting person

41,938,202.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)



Percent of class represented by amount in Row (11)

21.8 %

Type of Reporting Person (See Instructions)

IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Common Stock, par value \$0.01 per share

Name of Issuer:

(b) BrightSpring Health Services, Inc.

Address of Issuer's Principal Executive Offices:

(c) 805 N. Whittington Parkway, Louisville, KENTUCKY, UNITED STATES , 40222.

Item 1 This amendment No. 4 ("Amendment No. 4") amends and supplements the Schedule 13D originally filed with the Securities and Exchange Commission on September 18, 2024, as amended by Amendment No. 1 filed with the Securities and Exchange Commission on June 12, 2025, as amended by amendment No. 2 filed with the Securities and Exchange Commission on June 26, 2025, as amended by amendment No. 3 filed with the Securities and Exchange Commission on October 22, 2025 (as amended, this "Schedule 13D") relating to the common stock, par value \$0.01 per share (the "Common Stock"), of BrightSpring Health Services, Inc. (the "Issuer"), a Delaware corporation. Except as specifically provided herein, this Amendment No. 4 does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used but not defined herein shall have the meanings attributed to them in the Schedule 13D.

Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby amended and supplemented as follows: On March 2, 2026, KKR Phoenix Aggregator L.P., as a selling stockholder, the Issuer, and the other selling stockholders identified therein, entered into an underwriting agreement (the "Underwriting Agreement") with Goldman Sachs & Co. LLC, (the "Underwriter"), providing for the offer and sale of 20,000,000 shares of Common Stock by the selling stockholders, including 19,715,000 shares by KKR Phoenix Aggregator L.P. (the "Offering"), and purchase by the Underwriter of the shares of Common Stock, at a net price to KKR Phoenix Aggregator L.P. of \$40.961 per share. The Offering closed on March 4, 2026. The Offering was made pursuant to the Issuer's shelf registration statement on Form S-3 (File No. 333- 287916), as supplemented by a base prospectus dated June 10, 2025 as supplemented by a preliminary prospectus supplement and prospectus supplement, each dated March 2, 2026. Pursuant to the Underwriting Agreement, KKR Phoenix Aggregator L.P. has entered into a lock-up agreement (the "Lock-Up Agreement") with the Underwriter pursuant to which it has agreed with the Underwriter, subject to customary exceptions, not to offer, sell, contract to sell, sell any option or contract to purchase, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend, or otherwise transfer or dispose of, directly or indirectly, any shares of Common Stock, or any securities convertible into or exercisable or exchangeable for Common Stock, during the period from March 2, 2026 continuing through the date 60 days thereafter, except with the prior written consent of the Underwriter. The descriptions of the Underwriting Agreement and Lock-Up Agreement contained in this Item 4 are not intended to be complete and are qualified in their entirety by reference to the Underwriting Agreement and Form of Lock-Up Agreement, each of which is filed as an exhibit hereto and incorporated by reference herein.

Item 5. Interest in Securities of the Issuer

(a) Items 5(a) - (c) of the Schedule 13D are hereby amended and restated as follows: The information set forth in Item 4 of the Schedule 13D is hereby incorporated by reference into this Item 5. The response of the Reporting Persons to rows 7 through 13 on the cover page of this Schedule 13D are incorporated by reference herein. As of March 4, 2026, KKR Phoenix Aggregator L.P. directly holds 41,824,259 shares of Common Stock, a foundation over which Mr. Kravis may be deemed to have shared investment and voting power directly holds 49,295 shares of Common Stock, and a foundation over which Mr. Roberts may be deemed to have shared investment and voting power directly holds 113,943 shares of Common Stock representing approximately 21.8% of the outstanding shares of Common Stock of the Issuer. Calculations of the Common Stock beneficially owned are based on an aggregate of 192,369,354 shares of Common Stock outstanding as of the closing of the Offering, as reported in the Issuer's prospectus supplement on Form 424B7 filed with the Securities and Exchange Commission on March 3, 2026. KKR Phoenix Aggregator GP LLC (as the general partner of KKR Phoenix Aggregator L.P.), KKR Americas Fund XII L.P. (as the sole member of KKR Phoenix Aggregator GP LLC), KKR Associates Americas XII L.P. (as the general partner of KKR Americas Fund XII L.P.), KKR Americas XII Limited (as the general partner of KKR Associates Americas XII L.P.), KKR Group Partnership L.P. (as the sole shareholder of KKR Americas XII Limited), KKR Group Holdings Corp. (as the general partner of KKR Group Partnership L.P.), KKR Group Co. Inc. (as the sole shareholder of KKR Group Holdings Corp.), KKR & Co. Inc. (as the sole shareholder of KKR Group Co. Inc.), KKR Management LLP (as the Series I preferred stockholder of KKR & Co. Inc.), and Messrs. Kravis and Roberts (as the founding partners of KKR Management LLP) may be deemed to be the beneficial owner of the securities reported herein. The filing of this Schedule 13D shall not be construed as an admission that any of the above-listed entities or individuals is the beneficial owner of any securities covered by this Schedule 13D. To the best knowledge of the Reporting Persons, as of March 4, 2026, Mr. Bae may be deemed the beneficial owner of 72,853 shares of Common Stock and Mr. Nuttall may be deemed the beneficial owner of 102,960 shares of Common Stock. To the best knowledge of the Reporting Persons, except as set forth in this Schedule 13D, none of the individuals named in Item 2 beneficially owns any Common Stock.

(b) See Item 5(a) above.

Except as otherwise set forth herein, none of the Reporting Persons, or, to the best knowledge of the Reporting Persons, any other individual named in Item 2 has engaged in any transaction in Common Stock during the past 60 days. On March 4, 2026, in connection with the sale reported herein, KKR Phoenix Aggregator L.P. and certain of its affiliates initiated the distribution (the "Distribution") of an aggregate of 402,773 shares of Common Stock to their respective partners and shareholders as in-kind distributions, including (i) 49,295 shares distributed to a foundation over which Mr. Kravis may be deemed to have shared investment and voting power, (ii) 31,918 shares distributed to a foundation over which Mr. Roberts may be deemed to have shared investment and voting power, (iii) 72,853 shares distributed to a trust of which Mr. Bae is a trustee, and (iv) 46,254 shares distributed to Mr. Nuttall. These in-kind distributions are for the purpose of the ultimate recipients making charitable donations of shares of Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 of the Schedule 13D is hereby amended and supplemented as follows: The information set forth in Item 4 of the Schedule 13D is hereby incorporated by reference into this Item 6.

Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and supplemented as follows: Exhibit K Underwriting Agreement, dated March 2, 2026 among the Issuer, KKR Phoenix Aggregator L.P., certain selling stockholders named therein and Goldman Sachs & Co. LLC (Incorporated by reference to Exhibit 1.1 of the Issuer's Current Report on Form 8-K filed on March 4, 2026) Exhibit L Form of Lock-Up Agreement (Incorporated by reference to Exhibit A to Exhibit 1.1 of the Issuer's Current Report on Form 8-K filed on March 4, 2026)

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

KKR Phoenix Aggregator L.P.

Signature: /s/ Christopher Lee

Name/Title: Christopher Lee, Assistant Secretary of KKR
Phoenix Aggregator GP LLC, its GP

Date: 03/04/2026

KKR Phoenix Aggregator GP LLC

Signature: /s/ Christopher Lee

Name/Title: Christopher Lee, Assistant Secretary

Date: 03/04/2026

KKR Americas Fund XII L.P.

Signature: /s/ Christopher Lee

Name/Title: By KKR Associates Americas XII L.P., its GP,
By: Christopher Lee, Assistant Secretary of KKR

Americas XII Limited, its GP
Date: 03/04/2026

KKR Associates Americas XII L.P.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Assistant Secretary of KKR
Americas XII Limited, its GP
Date: 03/04/2026

KKR Americas XII Limited.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Assistant Secretary
Date: 03/04/2026

KKR Group Partnership L.P.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Secretary of KKR Group
Holdings Corp., its GP
Date: 03/04/2026

KKR Group Holdings Corp.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Secretary
Date: 03/04/2026

KKR Group Co. Inc.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Secretary
Date: 03/04/2026

KKR & Co. Inc.

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Secretary
Date: 03/04/2026

KKR Management LLP

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Assistant Secretary
Date: 03/04/2026

Henry R. Kravis

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Attorney-in-fact
Date: 03/04/2026

George R. Roberts

Signature: /s/ Christopher Lee
Name/Title: Christopher Lee, Attorney-in-fact
Date: 03/04/2026