

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) **January 2, 2026**

**THE ONCOLOGY INSTITUTE, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**001-39248**

(Commission File Number)

**84-3562323**

(I.R.S. Employer  
Identification No.)

**18000 Studebaker Road, Suite 800, Cerritos, CA**

(Address of principal executive offices)

**90703**

(Zip Code)

Registrant's telephone number, including area code: **(562) 735-3226**

(Former name or former address, if changed since last report)

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:**

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.0001	TOI	The Nasdaq Stock Market LLC
Redeemable warrants, each whole warrant exercisable for one share of Common stock, each at an exercise price of \$11.50 per share	TOIHW	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) Appointment of New Director

Through action taken by Unanimous Written Consent, effective January 2, 2026, the Board of Directors (the “Board”) of The Oncology Institute, Inc. (the “Company”) filled a vacancy on the Board by appointing Mark D. Stolper to the Board. After conducting appropriate due diligence, the Nominating and Corporate Governance Committee of the Board determined that Mr. Stolper was a qualified candidate who meets the independence requirements under Nasdaq listing rules and has the expertise to contribute effectively to the Board. In connection with his appointment, the Board has appointed Mr. Stolper to the Audit Committee where he will serve as the Audit Committee Chairman and has been designated the Audit Committee financial expert. Mr. Stolper’s term as a director will expire at the Company’s next annual meeting of stockholders, at which time it is expected that he will be nominated as part of management’s slate of director nominees.

There are no arrangements or understandings between Mr. Stolper and any other person pursuant to which he was selected or appointed a director, nor are there any transactions between Mr. Stolper and the Company that would be reportable under Item 404(a) of Regulation S-K promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”).

Mr. Stolper will participate in the Company's non-employee director compensation program. A complete description of the Company's non-employee director compensation program is set forth in the Company's proxy statement for the 2025 Annual Meeting of Stockholders, filed with the Securities and Exchange Commission on March 27, 2025 (“2024 Director Compensation”). In line with this non-employee director compensation program, he will receive \$75,000 per annum, paid quarterly, and will be granted restricted stock unit awards (“RSUs”) for service on the Board and as Audit Committee Chairman, which grant will be made at a later date.

**Item 7.01 Regulation FD Disclosure.**

On January 5, 2026, the Company issued a press release announcing the appointment of Mr. Stolper. The full text of the press release is attached as Exhibit 99.1 to this report and is hereby incorporated by reference herein.

The information included in this Current Report on Form 8-K under this Item 7.01 (including Exhibit 99.1) shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by the company or the operating partnership under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release issued by The Oncology Institute, Inc. on January 5, 2026</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 7, 2026

**THE ONCOLOGY INSTITUTE, INC.**

By: /s/ Mark Hueppelsheuser

Mark Hueppelsheuser

General Counsel

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## The Oncology Institute Announces Addition of Board Member Mark Stolper

**CERRITOS, Calif., January 5, 2026 (GLOBE NEWSWIRE)** – The Oncology Institute, Inc. (“TOI”) (NASDAQ: TOI), one of the largest value-based oncology groups in the United States, today announced that Mark Stolper has joined the Board of Directors, effective January 2, 2026. Mark brings significant public company experience as the current CFO of RadNet, Inc. (NASDAQ: RDNT) since 2004. He also has deep experience in the PPM and oncology space outside of radiology as a current board member of Envision Healthcare and previously 21<sup>st</sup> Century Oncology Holdings, Inc.

“We are ecstatic to have a seasoned public company CFO like Mark join our board,” said Anne McGeorge, Chairman of the Board of TOI. “Mark brings tremendous experience in capital markets, financial planning and payor strategy that will be invaluable to TOI in our next phase of growth.”

“I couldn’t be more excited to join TOI as a board member,” commented Mark. “TOI’s mission to address the financial toxicity of cancer care while empowering patients is critically important at this time in healthcare, and I believe they are well poised for continued growth and success in upcoming years.”

### About The Oncology Institute

Founded in 2007, The Oncology Institute (NASDAQ: TOI) is advancing oncology by delivering highly specialized, value-based cancer care in the community setting. TOI offers cutting-edge, evidence-based cancer care to a population of approximately 1.9 million patients, including clinical trials, transfusions, and other care delivery models traditionally associated with the most advanced care delivery organizations. With over 180 employed and affiliate clinicians and over 100 clinics and affiliate locations of care across five states and growing, TOI is changing oncology for the better. For more information, visit [www.theoncologyinstitute.com](http://www.theoncologyinstitute.com)

### Contacts

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