SEC Form 4	ŀ
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB /	APPROVAL

OMB Number:	3235-0287
Estimated average bur	den
hours per response:	0.5

to Sec obliga	this box if no lettion 16. Form 4 tions may conti tions 1(b).	or Form 5	STA		l pursu	ant	to Se	ection 16(a	) of the	Secur	ities Exchang	e Act of		ERSHIP	E		iber: average bu response:	3235-0287 Irden 0.5
		Reporting Person		<u>.P.</u>				ne <b>and</b> Tio y Instit						5. Relations (Check all a Dir			. ,	Olssuer Owner
(Last) (First) (Middle) 2100 MCKINNEY AVE, SUITE 1760					3. Date of Earliest Transaction (Month/Day/Year) 10/13/2022							Officer (give title Other (specify below) below)						
(Street) DALLA												6. Individual or Joint/Group Line) Form filed by One X Form filed by More Person			eporting Pe	erson		
(City)	(St	ate) (A	Zip)															
		Table	I - No	on-Deriva	ative	Se	curi	ties Ac	quired	d, Di	sposed of	, or B	enefi	icially Ow	ned			
Date			2. Transact Date (Month/Day	y/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transa Code ( 8)		4. Securities Acquired (A) d Disposed Of (D) (Instr. 3, 4 5)		and Secu Bene	icially d Following	Form (D) c	wnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)	Price	Trans	action(s) 3 and 4)			
Commor	ı stock			10/13/2	022				S		25,200	D	\$4.	67 <sup>(1)</sup> 14	441,109		Ι	See footnote <sup>(4</sup>
Commor	stock			10/14/2	022				S		9,800	D	\$4.:	54 <sup>(2)</sup> 14	431,309		Ι	See footnote <sup>(4</sup>
Commor	ı stock			10/17/2	022				S		8,249	D	\$4	.6 <sup>(3)</sup> 14	423,060		Ι	See footnote <sup>(4</sup>
		Та	ble II								oosed of, o convertib				ed			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	eemed Ition Date, h/Day/Year)	4. Trans Code 8)		on tr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expira (Mont	ation E		and 7. Title and Amount of Securities Underlying Derivative Security (In: 3 and 4)		r. Derivative derivative Security Security (Instr. 5) Ben Owr Rep		ies cially ng ed ction(s)	10. Ownersh Form: Direct (D or Indire (I) (Instr.	Benefici Owners ct (Instr. 4)
					Code	_v		(A) (D)	Date	isable	Expiration Date		Amour or Numbe of Shares	er				
		Reporting Person'		. <u>P.</u>					-									
(Last) 2100 M		(First) AVE, SUITE 17	``	liddle)														
(Street) DALLA	S	ТХ	75	5201														
(City)		(State)	(Z	ip)														
		Reporting Person		<u>P, LLC</u>														
(Last) 2100 M		(First) AVE, SUITE 17	•	liddle)														
(Street) DALLA	S	ТХ	75	5201														
(City)		(State)	(Z	ip)														
	nd Address of <u>CI, LLC</u>	Reporting Person	, –															

(Last) 2100 MCKINNE	(First) EY AVE, SUITE	(Middle)
(Street) DALLAS	TX	75201
(City)	(State)	(Zip)

## Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.50 to \$4.77, inclusive. The reporting person undertakes to provide The Oncology Institute, Inc., any security holder of The Oncology Institute, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.22 to \$4.77, inclusive. The reporting person undertakes to provide The Oncology Institute, Inc., any security holder of The Oncology Institute, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.38 to \$4.74, inclusive. The reporting person undertakes to provide The Oncology Institute, Inc., any security holder of The Oncology Institute, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

4. TOI HC I, LLC is the record holder of these shares. Havencrest Healthcare Partners, L.P. may be deemed to have beneficial ownership of the shares directly held by TOI HC I, LLC. Havencrest Healthcare Partners GP, LLC controls Havencrest Healthcare Partners, L.P. Each reporting person disclaims beneficial ownership of the reported securities except to the extent of such reporting person's pecuniary interest therein.

## **Remarks:**

<u>/s/ Havencrest Healthcare</u> <u>Partners, L.P., by Kyle Seco,</u> <u>as attorney-in-fact</u>	<u>10/17/2022</u>
/s/ Havencrest Healthcare Partners GP, LLC, by Kyle Seco, as attorney-in-fact	<u>10/17/2022</u>
/s/ TOI HC I, LLC, by Kyle Seco, as attorney-in-fact	<u>10/17/2022</u>
** 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).

\*\* 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.