(City)

(Street)

DALLAS

(City)

(State)

(First)

TX

(State)

Havencrest Healthcare Partners GP, LLC

1. Name and Address of Reporting $\mathsf{Person}^{^\star}$

2100 MCKINNEY AVE, SUITE 1760

1. Name and Address of Reporting Person*

TOI HC I, LLC

(Zip)

(Middle)

75201

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| Washington, D.C. 200 |
|----------------------|
| |
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| OMB APPROVAL | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|
| OMB Number: 3235-02 | | | | | | | |
| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| (Street) DALLAS TX 75201 | | | | | | | | | | | | | | | | | | | | |
|--|---|--|-----------------|---|--|---|-----------------------------------|--------------|--|-------------|--------------------|---|--|---|--|--|--|--|---|--|
| - | | (First) AVE, SUITE 170 | | fiddle) | | _ | | | | | | | | | | | | | | |
| | | Reporting Person* thcare Partne | ers, L | <u>.P.</u> | | _ | | | | | | | | | | | | | | |
| | | | | | Code | , v | (A |) (D) | Date Exerc | sable | Expiration Date | | Amoun or Number of Shares | r | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. De Execu | | | | 5. Wallstr. Se Ac (A Di of (Ir | 5. Number of | | ns, | convertib | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. D. S. (II | Price of erivative ecurity nstr. 5) | 9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | es Ces Fally Co | 10. Ownersh Form: Direct (Di or Indirec (I) (Instr. | Beneficial Ownership t (Instr. 4) | |
| | | | | 08/31/2 | 022 ve Securities Acqu | | s uired. | Disr | 25,000 posed of. | D or Bei | \$6.3 | | 15,375,212 7 Owned | | I | | See footnote ⁽⁴⁾ | | | |
| Common stock | | | 08/30/2 | 3/30/2022 | | | | S | | 38,500 | D | \$6.1 | 9(2) | 15,40 | 00,212 | | I | See footnote ⁽⁴⁾ | | |
| Common stock | | | 08/29/2 | 022 | | | | S | | 15,000 | D | \$6.1 | 4(1) | 15,43 | 38,712 | | I | See footnote ⁽⁴⁾ | | |
| | | | | (| | (Month/Day/Year) | | 8) Code | v | Amount | (A) or (D) | Price | · | Owned Following Reported Transaction(s) (Instr. 3 and 4) | | (I) (Instr. 4) O | | Ownership (Instr. 4) | | |
| Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day, | | | ion 2/ | | 2A. Deemed Execution Date, f any | | 3. Transaction Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | ed (A) o | r | 5. Amou | Amount of ecurities eneficially | | nership : Direct | 7. Nature of Indirect Beneficial | | | |
| (City) | (Sta | - | Zip) | on-Deriva | ative | Se | curiti | es Ac | auirec | I. Dis | sposed of | or B | enefic | cial | v Own | ed | | | | |
| (Street) DALLA | | | | | 17.11 | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person | | | | | | |
| (Last) (First) (Middle) 2100 MCKINNEY AVE, SUITE 1760 | | | | 08/ | 08/29/2022 | | | | | | | below) below) | | | | | | | | |
| 3 D | | | | Oncology Institute, Inc. [TOI] 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | _ | Director X 10% Owner Officer (give title Other (specify | | | | | | | | |
| Name and Address of Reporting Person* Lieuwan areast Lieuwith ages Double area. L. D. | | | | or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol Oncology Institute Inc. [TOL] | | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
| 1 Name o | nd Address of | Reporting Person* | | | _ | | • | | | | | 1940 | | 5. Re | lationshir | of Report | ting Pe | rson(s) to | Issuer | |

| (Last) 2100 MCKINN | (First) NEY AVE, SUITE | (Middle) 1760 | |
|-----------------------|---------------------------|------------------|--|
| (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 \$5.91 to \$6.32, 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 \$5.92 to \$6.51, 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 \$6.09 to \$6.51, 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:

/s/ Havencrest Healthcare
Partners, L.P., by Kyle Seco,
as attorney-in-fact
/s/ Havencrest Healthcare
Partners GP, LLC, by Kyle
Seco, as attorney-in-fact
/s/ TOI HC I, LLC, by Kyle
Seco, as attorney-in-fact
** Signature of Reporting Person

Date

08/31/2022

08/31/2022

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.