FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| Instruc | tion 1(b). | | | Fil | | | | | | es Exchanç npany Act o | | 1934 | | | liours | регтезро | J136. | 0.5 |
|---|---|--|---|---|--|---|------------------------------------|------------------------|--|---------------------------|---|---------------------|--|--|--|---|---|--|
| | | | | | Issuer Name and Ticker or Trading Symbol ncology Institute, Inc. [DFPH] | | | | | | | | tionship of Re all applicable Director | e) | Person(s | 10% Ov | vner | |
| | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2021 | | | | | | | | Officer (give title X Other (specify below) Possible Members of 10% Group | | | | |
| (Street) NEW YORK NY 10010 | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person | | | | | | | |
| (City) | (| State) | (Zip) | | | | | | | | | 1 om med | by Word | tilai Oi | , | | | |
| | | | Table I - Nor | ո-Deri | vativ | e Securi | ties Ac | quired, | Dis | osed o | f, or B | enefi | cially Ov | vned | | | | |
| 1. Title of | Security (Ins | tr. 3) | | Date | saction /Day/Ye | Execu ar) if any | eemed Ition Date, h/Day/Year | 3. Transa Code (| | 4. Securit Disposed | ties Acqu d Of (D) (I | ired (A nstr. 3, |) or 4 and 5) | 5. Amount of Securities Beneficially Following Roman Transaction | Owned eported | 6. Own Form: I (D) or I (I) (Inst | Direct ndirect | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | Code | v | Amount | (A (D |) or) | Price | (Instr. 3 and | | | | (Instr. 4) |
| Class A (| Common St | ock | | 11/1 | 2/202 | 1 | | C ⁽¹⁾ | | 40 | | A | (1) | 40 | | D | (2)(3) | |
| | | | Table II - | | | | | | | osed of, onvertib | | | | ned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number Derivative Securities Acquired Disposed | 5. Number of Derivative | | 6. Date Exercisab Expiration Date (Month/Day/Year) | | _ | | nount of lerlying | 8. Price of Derivative Security (Instr. 5) | 9. Numl derivati Securiti Benefic Owned Followi | ive Own ies For cially Dire or li ng (I) (I | 10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Beneficial Ownership t (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Nu | ount or mber of ares | | Reporte Transac (Instr. 4 | ction(s) | | |
| Class B Common Stock | (4) | 11/12/2021 | | J ⁽⁵⁾ | | | 707,960 | (4) | | (4) | Class A Commo Stock | | 707,960 | \$0.00 | 4 | 0 | D ⁽²⁾⁽³⁾ | |
| Class B Common Stock | (4) | 11/12/2021 | | C ⁽¹⁾ | | | 40 | (4) | | (4) | Class A Commo Stock | | 40 | \$0.00 | C |) | D ⁽²⁾⁽³⁾ | |
| Private Placement Warrants | \$11.5 | 11/12/2021 | | J ⁽⁶⁾ | | 3,177,543 | | 12/12/20 | 21 | 11/12/2026 | Class A Commo Stock | n 3,1 | 177,543 ⁽⁶⁾ | (6) | 3,177, | 543 ⁽⁶⁾ | D ⁽²⁾⁽³⁾ | |
| | nd Address of ponsor LI | Reporting Person* | | | | | | | | | | | | | | | | |
| (Last) | UZ ANZENII | (First) | (Middle) | | | _ | | | | | | | | | | | | |

| | s of Reporting Person* | | |
|---------------|------------------------|----------|--|
| DFP Sponsor | <u>LLC</u> | | |
| (Last) | (First) | (Middle) | |
| 345 PARK AVEN | IUE SOUTH, 12TI | H FLOOR | |
| (Street) | | | |
| NEW YORK | NY | 10010 | |
| (City) | (State) | (Zip) | |
| | of Reporting Person* | | |
| HOCHBERG | <u>STEVEN</u> | | |
| (Last) | (First) | (Middle) | |
| 345 PARK AVEN | IUE SOUTH, 12TI | H FLOOR | |
| (Street) | | | |
| NEW YORK | NY | 10010 | |
| (City) | (State) | (Zip) | |
| | s of Reporting Person* | | |
| Atinsky Lawre | <u>ence</u> | | |
| (Last) | (First) | (Middle) | |
| 345 PARK AVEN | IUE SOUTH, 12TI | H FLOOR | |
| (Street) | | | |
| NEW YORK | NY | 10010 | |
| (City) | (State) | (Zip) | |

Explanation of Responses:

2. This Form 4 is being filed by DFP Sponsor, LLC (the "Sponsor"), as well as Steven Hochberg and Lawrence Atinsky, each of whom is a manager of the Sponsor

- 3. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by the Sponsor is reported herein. For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, each or Steven Hochberg and Lawrence Atinsky disclaims beneficial ownership of any such securities, except to the extent of his indirect pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Hochberg or Mr. Atinsky is the beneficial owner of such securities for purposes of Section 16 or otherwise.
- 4. The shares of Class B Common Stock were convertible into shares of the Issuer's Class A Common Stock as described under the heading "Description of Securities" in the Issuer's Registration Statement on Form S-1 (File No. 333-236578) and had no expiration date.
- 5. In connection with, and immediately prior to, the closing of the Issuer's initial business combination, pursuant to the Stockholder Support Agreement, dated as of June 28, 2021, the Sponsor forfeited 707,960 shares of Class B Common Stock for no consideration.
- 6. The Sponsor acquired the Private Placement Warrants from the Issuer in connection with the Issuer's initial public offering on March 13, 2020. As a result of the closing of the Issuer's initial business combination, the Private Placement Warrants will become exercisable as of the date that is 30 days after the closing of the Issuer's initial business combination (i.e., November 12, 2021). The Private Placement Warrants will expire on November 12, 2026 or earlier upon redemption or liquidation. Prior to the closing of the Issuer's initial business combination, the Sponsor elected to be governed by a Maximum Percentage (as defined in the Private Placement Warrants) of 4.9%.

<u>/s/ Lawrence Atinsky</u> <u>11/16/2021</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.

Joint Filer Information

Name: Steven Hochberg and Lawrence Atinsky

Address: 345 Park Avenue South, 12th Floor

New York, NY 10010

Designated Filer: DFP Sponsor, LLC

Issuer and Ticker Symbol: DFP Healthcare Acquisitions Corp. [DFPH]

Date of Event Requiring Statement: November 12, 2021

The undersigned, Steven Hochberg and Lawrence Atinsky, are jointly filing the attached Statement of Changes in Beneficial Ownership on Form 4 with DFP Sponsor, LLC with respect to the beneficial ownership of securities of DFP Healthcare Acquisitions Corp.

Signatures:

<u>/s/ Steven Hochberg</u> Steven Hochberg

/s/ Lawrence Atinsky Lawrence Atinsky