

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MADISON DEARBORN PARTNERS LLC</u> (Last) (First) (Middle) C/O MADISON DEARBORN PARTNERS, LLC 70 W MADISON STREET, SUITE 4600 (Street) CHICAGO IL 60602 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Option Care Health, Inc. [OPOCH]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Former 10% Owner and Director
	3. Date of Earliest Transaction (Month/Day/Year) 12/17/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001	12/17/2021		j ⁽¹⁾		37,247,092	D	(1)	0	I ⁽²⁾⁽³⁾	See footnotes ⁽²⁾⁽³⁾⁽⁴⁾
Common Stock, par value \$0.0001								56,994	I	By Samuel M. Mencoff ⁽⁵⁾
Common Stock, par value \$0.0001								56,995	I	By Paul J. Finnegan ⁽⁶⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
MADISON DEARBORN PARTNERS LLC
 (Last) (First) (Middle)
 C/O MADISON DEARBORN PARTNERS, LLC
 70 W MADISON STREET, SUITE 4600
 (Street)
 CHICAGO IL 60602
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
MADISON DEARBORN PARTNERS VI-A&C, L.P.
 (Last) (First) (Middle)
 C/O MADISON DEARBORN PARTNERS, LLC
 70 W MADISON STREET, SUITE 4600
 (Street)
 CHICAGO IL 60602

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Madison Dearborn Capital Partners VI-A, L.P.		
(Last)	(First)	(Middle)
C/O MADISON DEARBORN PARTNERS, LLC		
70 W MADISON STREET, SUITE 4600		
(Street)		
CHICAGO	IL	60602
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
MDP HC HOLDINGS, LLC		
(Last)	(First)	(Middle)
C/O MADISON DEARBORN PARTNERS, LLC		
70 W MADISON STREET, SUITE 4600		
(Street)		
CHICAGO	IL	60602
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
FINNEGAN PAUL J		
(Last)	(First)	(Middle)
C/O MADISON DEARBORN PARTNERS, LLC		
70 W MADISON STREET, SUITE 4600		
(Street)		
CHICAGO	IL	60602
(City)	(State)	(Zip)

1. Name and Address of Reporting Person*		
MENCOFF SAMUEL M		
(Last)	(First)	(Middle)
C/O MADISON DEARBORN PARTNERS, LLC		
70 W MADISON STREET, SUITE 4600		
(Street)		
CHICAGO	IL	60602
(City)	(State)	(Zip)

Explanation of Responses:

- In connection with the merger transaction on December 17, 2021 (the "Reorganization Merger"), an affiliate of Walgreens Boots Alliance, Inc. acquired control over HC Group Holdings I, LLC, a Delaware limited liability company ("HC I"), which directly held 37,247,092 shares of the Issuer's Common Stock (the "HC I Shares") as previously reflected on the Reporting Persons' filings. As a result of the Reorganization Merger, the Reporting Persons ceased to have voting or dispositive power over the HC I Shares but experienced no change in pecuniary interest because the Reporting Persons had no pecuniary interest in the HC I Shares.
- MDP HC was formerly the controlling equityholder of HC I. Madison Dearborn Capital Partners VI-A, L.P. ("MDCP VI-A") is a controlling equityholder and Manager of MDP HC. Madison Dearborn Partners VI-A&C, L.P. ("MDP VI-A&C") is the general partner of MDCP VI-A. Madison Dearborn Partners, LLC ("MDP LLC") is the general partner of MDP VI-A&C. Elizabeth Q. Betten and Timothy P. Sullivan are Managing Directors of MDP LLC, limited partners of MDP VI-A&C, served on the board of managers of HC I and serve on the board of directors of the Issuer. Paul J. Finnegan and Samuel M. Mencoff are the sole members of a limited partner committee that (by majority vote) controls investment decisions of shares held directly by MDCP VI-A.
- (Continued from Footnote 2) By virtue of the relationships described in this footnote, Ms. Betten and Messrs. Sullivan, Finnegan and Mencoff may be deemed to exercise voting and dispositive power with respect to the reported securities. Each of Mr. Finnegan, Mr. Mencoff, Mr. Sullivan, Ms. Betten, MDP LLC, MDP VI-A&C, MDCP VI-A and MDP HC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- The other beneficial owners of the reported securities have separately filed Form 4s.
- The reported securities are shares of common stock directly held by Mr. Mencoff. With the exception of Mr. Mencoff, each of the reporting persons disclaim any pecuniary interest in such securities.
- The reported securities are shares of common stock directly held by Mr. Finnegan. With the exception of Mr. Finnegan, each of the reporting persons disclaim any pecuniary interest in such securities.

Remarks:

This filing constitutes an exit filing for (i) MDP HC, (ii) MDCP VI-A, (iii) MDP VI-A&C, (iv) MDP LLC, (v) Mr. Mencoff and (vi) Mr. Finnegan (collectively, the "Reporting Persons"), as the Reporting Persons are no longer subject to Section 16 of the Exchange Act as a result of the Transaction reported above.

/s/ Annie Terry, by power of attorney for Mr. Mencoff 12/20/2021

/s/ Annie Terry, by power of attorney for Mr. Finnegan 12/20/2021

/s/ Annie Terry, Managing Director of Madison Dearborn Partners, LLC 12/20/2021

/s/ Annie Terry, Managing Director of Madison Dearborn Partners, LLC, the General Partner of Madison Dearborn Partners VI-A&C, L.P. 12/20/2021
/s/ Annie Terry, Managing Director of Madison Dearborn Partners, LLC, the ultimate General Partner of Madison Dearborn Capital Partners VI-A, L.P. 12/20/2021
/s/ Annie Terry, Managing Director of Madison Dearborn Partners, LLC, the ultimate General Partner of Madison Dearborn Capital Partners VI-A, L.P., which is the controlling equityholder of MDP HC Holdings, LLC 12/20/2021

** 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.