SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	and Address o	Doporting Doroon*			I											
1. Name and Address of Reporting Person [*] SHAPIRO MICHAEL H.				2. Issuer Name and Ticker or Trading Symbol <u>Option Care Health, Inc.</u> [OPCH] 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2023 4. If Amendment, Date of Original Filed (Month/Day/Year)								ck all applica Director	able)		Owner	
(Last) (First) (Middle) C/O OPTION CARE HEALTH, INC. 3000 LAKESIDE DRIVE, SUITE 300N (Street) BANNOCKBURN IL 60015 (City) (State) (Zip)											- X	Officer (give title Other (specify below) below) Chief Financial Officer				
											6. Ind Line) X	Form fil	Joint/Group Filing (Check Applicable filed by One Reporting Person filed by More than One Reporting n			
		Та	ble I - No	n-Deriv	ative S	ecurities Acc	uired,	Dis	posed of	f, or B	ene	ficially	Owned			
			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					Securitie Beneficia	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) (D)		Price	Transacti (Instr. 3 a	on(s)		(Instr. 4)	
Common Stock 02/					/2023		Α		17,328	(1)	A	\$0	38,112	112	D	
Common Stock 02/22					2/2023		Α		77,963	063 ⁽²⁾ A		\$ <mark>0</mark>	116,075		D	
Common Stock 02/22				2/2023		Α		63,264 ⁽³⁾ A		\$ <mark>0</mark>	179,339		D			
Common Stock 02/2				3/2023		F		2,421 D		\$31.9	176,918		D			
			Table II -			curities Acqu Ils, warrants,							Owned			
		ansaction ode (Instr.	Derivative E	Expiration Date (Month/Day/Year)			nd 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following	e Ownersh s Form: ally Direct (D or Indirect	Beneficia Ownershi t (Instr. 4)			

1. The restricted stock units granted in this award vest as to 25% of the underlying shares of Common Stock on each of the first, second, third and fourth anniversary of the grant date.

\$28.86

\$28.86

Explanation of Responses:

Employee Stock Option

(right to buy) Employee Stock

Option

(right to buy)

2. All restricted stock units granted in this award vest on February 22, 2026.

02/22/2023

02/22/2023

3. Represents shares of common stock issuable under a performance-based restricted stock unit award dated February 23, 2021. On February 22, 2023, a performance-based vesting condition was achieved with respect to these shares of common stock, which remain subject to time-based vesting and will vest on February 23, 2024, assuming continuous service on the vesting date.

4. The stock option will vest as to 25% of the underlying shares of Common Stock on each of the first, second, third and fourth anniversaries of the grant date.

(A)

31,816

143,156

Code v

Α

Α

5. All stock options will vest on February 22, 2026.

/s/ Sarah Kim, attorney-in-fact

Amount

or Number of Shares

31,816

143,156

\$<mark>0</mark>

\$<mark>0</mark>

Expiration Date

02/22/2033

02/22/2033

Title

Commo

Stock

Commor Stock

Date Exercisable

(4)

(5)

(D)

for Mr. Shapiro ** Signature of Reporting Person

Date

(Instr. 4)

31,816

143,156

02/24/2023

D

D

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.