

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>IGNITE AGGREGATOR LP</u> <hr/> (Last) (First) (Middle) C/O APAX PARTNERS, L.P. 601 LEXINGTON AVENUE, 53RD FLOOR <hr/> (Street) NEW YORK NY 10022 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>InnovAge Holding Corp. [INNV]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2024 <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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, \$0.001 par value	02/22/2024		J ⁽¹⁾		3,532,542	D	\$0	112,988,070	I	See Footnotes ⁽²⁾⁽³⁾⁽⁴⁾

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
IGNITE AGGREGATOR LP

 (Last) (First) (Middle)
 C/O APAX PARTNERS, L.P.
 601 LEXINGTON AVENUE, 53RD FLOOR

 (Street)
 NEW YORK NY 10022

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
APAX X (GUERNSEY) USD AIV LP

 (Last) (First) (Middle)
 C/O APAX PARTNERS, L.P.
 601 LEXINGTON AVENUE, 53RD FLOOR

 (Street)
 NEW YORK NY 10022

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
IGNITE GP INC.

 (Last) (First) (Middle)

C/O APAX PARTNERS, L.P.
601 LEXINGTON AVENUE, 53RD FLOOR

(Street)
NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Apax X EUR L.P.](#)

(Last) (First) (Middle)

C/O APAX PARTNERS, L.P.
601 LEXINGTON AVENUE, 53RD FLOOR

(Street)
NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Apax X USD L.P.](#)

(Last) (First) (Middle)

C/O APAX PARTNERS, L.P.
601 LEXINGTON AVENUE, 53RD FLOOR

(Street)
NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Apax X GP Co. Ltd](#)

(Last) (First) (Middle)

C/O APAX PARTNERS, L.P.
601 LEXINGTON AVENUE, 53RD FLOOR

(Street)
NEW YORK NY 10022

(City) (State) (Zip)

Explanation of Responses:

1. Reflects a distribution by TCO Group Holdings, L.P. to a limited partner as consideration for its interest in TCO Group Holdings, L.P.
2. Includes 112,988,070 shares of common stock held directly by TCO Group Holdings, L.P. The limited partners of TCO Group Holdings, L.P. may control the voting and dispositive power with respect to the common stock if Ignite Aggregator LP consents to a change to the delegation of authority to the committee of limited partners that controls TCO Group Holding, L.P. Ignite GP, Inc. serves as the general partner of Ignite Aggregator LP.
3. Ignite Aggregator LP's partnership interests are held by Apax X GP Co. Limited on behalf of Apax X EUR LP, Apax X (Guernsey) USD AIV LP and Apax X USD LP (collectively, the "Apax X Fund").
4. Apax X GP Co. Limited, a company incorporated in Guernsey, acts as the investment manager and is responsible for the decision-making on behalf of the Apax X Fund. The directors of Apax X GP Co. Limited are Simon Cresswell, Andrew Guille, Martin Halusa, Paul Meader and David Staples. Each of the foregoing entities and individuals disclaim beneficial ownership of the shares held of record by TCO Group Holdings, L.P. except to the extent of its or his pecuniary interest therein.

[/s/ Andrew Cavanna, President
of Ignite GP, Inc., the general
partner of Ignite Aggregator
LP](#) [02/22/2024](#)

[/s/ Andrew Cavanna,
Authorized Signatory of Ignite
GP, Inc.](#) [02/22/2024](#)

[/s/ Andrew Guille, Authorized
Signatory of Apax X
\(Guernsey\) USD AIV LP](#) [02/22/2024](#)

[/s/ Andrew Guille, Authorized
Signatory of Apax X EUR LP](#) [02/22/2024](#)

[/s/ Andrew Guille, Authorized
Signatory of Apax X USD LP](#) [02/22/2024](#)

[/s/ Andrew Guille, Authorized
Signatory of Apax X GP Co.
Limited](#) [02/22/2024](#)

** 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.