## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington.	D.C.	20549	

STATEMENT	OF CHANGES	IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average bur	den						
hours per response:	0.5						

	Check this box if no longer subject t
$\Box$	Section 16. Form 4 or Form 5 obligations may continue. See
$\cup$	obligations may continue. See
	Instruction 1(h)

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* BLAIR PATRICK T					2. Issuer Name <b>and</b> Ticker or Trading Symbol InnovAge Holding Corp. [ INNV ]								(Checl	ationship of I c all applicat Director	ole)	Persor	10% Ov	ner	
(Last) (First) (Middle) 8950 E. LOWRY BOULEVARD				3. Date of Earliest Transaction (Month/Day/Year) 12/01/2021								X	Officer (give title below)		Other (sp below) sident		респу		
(Street) DENVER	CC	)	80230		4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indi	Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person								
(City)	(St	ate)	(Zip)																
		Ta	able I - Noi	n-Deriv	ative	Sec	curities	Acq	juired,	Dis	posed o	f, or Be	nef	icially C	wned				
Date			2. Transaction Date (Month/Day/Year)		ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr.		ities Acquired (A) or d Of (D) (Instr. 3, 4 a		() or 4 and 5)	s 5. Amount Securities Beneficiall Following Reported		6. Owr Form: (D) or (I) (Ins	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	v	Amount (A) or (D)		or	Price	Transaction(s) (Instr. 3 and 4)				(111501.4)			
Common Stock, \$0.001 Par value 12/0				12/01	1/2021		A <sup>(1)</sup>		443,599		1	\$0	443,599			D			
			Table II -								osed of, onvertib				ned		,		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Da if any (Month/Day/Y	Co	nsactic de (Inst	on E	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisab Expiration Date (Month/Day/Year)		Securities Under		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported	re es ally ng d	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership tt (Instr. 4)	
				Co	de V	v (A)			Date Exercisal		Expiration Date	Num		mount or umber of nares		Transaction(s (Instr. 4)			
Nonqualified Stock Options	\$7.89	12/01/2021		A		1	1,330,798		(2)		11/09/2031	Common	1,	330,798	\$0	1,330	,798	D	

## Explanation of Responses:

Buy)

- 1. Represents Restricted Stock Units ("RSUs"), which will be settled in shares of common stock of the Issuer, a portion of which are subject to time vesting and a portion of which are subject to performance vesting based on the volume weighted average price of a share of the Issuer's common stock during certain periods of time, and in each case, subject to the Reporting Person's continued service with the Issuer.
- 2. Stock Options to purchase shares of common stock of the Issuer, a portion of which are subject to time vesting and a portion of which are subject to performance vesting based on the volume weighted average price of a share of the Issuer's common stock during certain periods of time, and in each case, subject to the Reporting Person's continued service with the Issuer.

/s/ Nicole D'Amato, by Power of <u>Attorney</u>

\*\* Signature of Reporting Person

12/03/2021

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.