

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2022-06-21** | Period of Report: **2022-06-21**

SEC Accession No. [0001104659-22-073035](#)

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

MOSZKOWSKI NEAL

CIK: **1041197**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028887**

Mailing Address
65 EAST 55TH STREET
19TH FLOOR
NEW YORK NY 10022

SOUSOU RAMEZ

CIK: **1270155**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028886**

Mailing Address
65 EAST 55TH STREET
19TH FLOOR
NEW YORK NY 10022

TI IV ACHI Holdings, LP

CIK: **1662925** | State of Incorp.: **DE** | Fiscal Year End: **1231**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028889**

Mailing Address
65 EAST 55TH ST, 27TH
FLOOR
TOWERBROOK CAPITAL
PARTNERS, L.P.
NEW YORK NY 10022

Business Address
65 EAST 55TH ST, 27TH
FLOOR
TOWERBROOK CAPITAL
PARTNERS, L.P.
NEW YORK NY 10022
(212) 699-2200

TowerBrook Investors, Ltd.

CIK: **1599448** | State of Incorp.: **E9** | Fiscal Year End: **1231**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028888**

Mailing Address
65 EAST 55TH STREET,
27TH FLOOR
PARK AVENUE TOWER
NEW YORK NY 10022

Business Address
65 EAST 55TH STREET,
27TH FLOOR
PARK AVENUE TOWER
NEW YORK NY 10022
212-699-2200

TCP-ASC ACHI Series LLLP

CIK: **1663108** | State of Incorp.: **DE** | Fiscal Year End: **1231**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028892**

Mailing Address
65 E 55TH ST 27TH FLOOR
TOWERBROOK CAPITAL
PARTNERS L.P.
NEW YORK NY 10022

Business Address
65 E 55TH ST 27TH FLOOR
TOWERBROOK CAPITAL
PARTNERS L.P.
NEW YORK NY 10022
2126992200

Ascension Health Alliance

CIK: **1663043** | State of Incorp.: **MO** | Fiscal Year End: **0630**

Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028885**

Mailing Address
101 SOUTH HANLEY RD.
STE. 450
ST. LOUIS MO 63105

Business Address
101 SOUTH HANLEY RD.
STE. 450
ST. LOUIS MO 63105

TI IV ACHI Holdings GP, LLC

CIK: **1663106** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028890**

Mailing Address
65 E 55TH ST., 27TH FLR.
PARK AVE. TOWER
NEW YORK NY 10022

314-733-8000
Business Address
65 E 55TH ST., 27TH FLR.
PARK AVE. TOWER
NEW YORK NY 10022
212-699-2200

TCP-ASC GP, LLC

CIK: **1663107** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-34746** | Film No.: **221028891**

Mailing Address
65 E 55TH ST 27TH FLOOR
TOWERBROOK CAPITAL
PARTNERS, L.P.
NEW YORK NY 10022

Business Address
65 E 55TH ST 27TH FLOOR
TOWERBROOK CAPITAL
PARTNERS, L.P.
NEW YORK NY 10022
2126992200

ISSUER

R1 RCM Holdco Inc.

CIK: **1472595** | IRS No.: **020698101** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **8741** Management services

Mailing Address
434 W. ASCENSION WAY,
6TH FLOOR
MURRAY UT 84123

Business Address
434 W. ASCENSION WAY,
6TH FLOOR
MURRAY UT 84123
312-324-7820

FORM 4

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

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden
hours per response 0.5

**STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person TCP-ASC ACHI Series LLLP			2. Issuer Name and Ticker or Trading Symbol R1 RCM Holdco Inc. [RCM]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/21/2022			
2711 CENTERVILLE ROAD, SUITE 400,						
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person	
WILMINGTON, DE 19808						
(City)	(State)	(Zip)				

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	06/21/2022		D	139,289,200 D (1) (2)	0	D (3) (4) (5) (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares				
Warrant (right to buy)	\$3.5	06/21/2022		D	40,464,855	02/16/2016 02/16/2026	Common Stock, par value \$0.01 per share 40,464,855	(1) (7)	0	D (3) (4) (5) (6)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TCP-ASC ACHI Series LLLP 2711 CENTERVILLE ROAD, SUITE 400 WILMINGTON, DE 19808	X	X		
TCP-ASC GP, LLC 4001 KENNETT PIKE WILMINGTON, DE 19807	X	X		

TI IV ACHI Holdings GP, LLC 4001 KENNETT PIKE WILMINGTON, DE 19807	X	X		
TI IV ACHI Holdings, LP 4001 KENNETT PIKE WILMINGTON, DE 19807	X	X		
TowerBrook Investors, Ltd. C/O TOWERBROOK CAPITAL PARTNERS L.P. 65 EAST 55TH STREET, 19TH FLOOR NEW YORK, NY 10022	X	X		
MOSZKOWSKI NEAL C/O TOWERBROOK CAPITAL PARTNERS L.P. 65 EAST 55TH STREET, 19TH FLOOR NEW YORK, NY 10022	X	X		
SOUSOU RAMEZ 1 ST. JAMES'S MARKET CARLTON STREET LONDON, X0 SW1Y 4AH	X	X		
Ascension Health Alliance 101 S. HANLEY ROAD, SUITE 450 ST. LOUIS, MO 63105	X	X		

Explanation of Responses:

1. This Form 4 is being filed jointly pursuant to Rule 16a-1(a)(3) and Rule 16a-3(j) under the Securities Act of 1934, as amended (the "Exchange Act") to report the transaction in respect of common stock, par value \$0.01 per share ("Common Stock"), of R1 RCM Holdco Inc. (f/k/a R1 RCM Inc.) (the "Issuer") that TCP-ASC ACHI Series LLLP (the "Partnership"), TCP-ASC GP, LLC (the "Partnership GP"), TI IV ACHI Holdings GP, LLC (the "Aggregator GP"), TI IV ACHI Holdings, LP (the "Aggregator"), TowerBrook Investors Ltd. ("TowerBrook"), Neal Moszkowski, Ramez Sousou, and Ascension Health Alliance d/b/a Ascension ("Ascension") (together, the "Reporting Persons") may be deemed to have beneficially owned and to report beneficial ownership of shares of Common Stock that the Reporting Persons may be deemed to have disposed of pursuant to the Transaction Agreement (defined below).
2. Reflects Common Stock disposed of upon the effectiveness of the merger of Project Roadrunner Merger Sub Inc. ("R1 Merger Sub") with and into the Issuer on June 21, 2022 (the "Merger"), pursuant to the Transaction Agreement and Plan of Merger, dated January 9, 2022 (as may be amended, supplemented or otherwise modified from time to time, the "Transaction Agreement"), by and among the Issuer, R1 RCM Inc. (f/k/a Project Roadrunner Parent Inc.) ("New R1"), R1 Merger Sub, Revint Holdings, LLC, CoyCo 1, L.P., CoyCo 2, L.P., and, solely for certain purposes set forth therein, NMC Ranger Holdings, LLC. At the effective time of the Merger, each outstanding share of Common Stock was converted into one share of common stock, par value \$0.01 per share, of New R1 ("New R1 Common Stock").
3. The Partnership is a Delaware series limited liability limited partnership that was formed to effect the purchase (the "Purchase") of the Issuer's securities, including 200,000 shares of Series A Preferred Stock, in connection with that certain Securities Purchase Agreement, dated as of December 7, 2015, by and among the Issuer, the Partnership and Ascension (the "Purchase Agreement"). The sole general partner of the Partnership is the Partnership GP, and the limited partners of the Partnership are the Aggregator and Ascension. The Partnership GP is a Delaware limited liability company that was formed to effect the Purchase. The members of the Partnership GP are the Aggregator and Ascension.
4. The Aggregator is a Delaware limited partnership that was formed to effect the Purchase. The sole general partner of the Aggregator is the Aggregator GP, and the limited partners of the Aggregator are TowerBrook Investors IV (Onshore), L.P., TowerBrook Investors IV (OS), L.P., TowerBrook Investors IV Executive Fund, L.P., TowerBrook Investors IV (892), L.P. and TowerBrook Investors Team Daybreak, L.P. The Aggregator GP is a Delaware limited liability company that was formed to effect the Purchase. The sole member of the Aggregator GP is TowerBrook. TowerBrook is a Cayman Islands corporation and its principal business is to serve as the general partner or member of various affiliates of investment funds managed or advised by TowerBrook Capital Partners L.P. The directors and joint controlling shareholders of TowerBrook are Neal Moszkowski, a U.S. citizen, and Ramez Sousou, a U.K. citizen. Ascension is a Missouri not-for-profit corporation.
5. The reported securities may be deemed to be owned directly by the Partnership, and indirectly by the Partnership GP, the Aggregator GP, the Aggregator, TowerBrook, Neal Moszkowski, Ramez Sousou and Ascension. As permitted by Rule 16a-1(a)(4), the filing of this Form 4 shall not be construed as an admission that any of the Reporting Persons are beneficial owners of any of the securities covered by this statement.
6. Pursuant to that certain Limited Liability Limited Partnership Agreement of the Partnership, dated as of December 7, 2015, by and between the Partnership GP, the Aggregator and Ascension (as may be amended, supplemented or otherwise modified from time to time, the "Partnership Agreement"), the board of directors of the Partnership established a series of partnership interests to hold the securities allocable to the Aggregator under the Partnership Agreement ("Series TB") and a series of partnership interests to hold the securities allocable to Ascension under the Partnership Agreement ("Series AS").
7. Reflects a warrant disposed of upon the effectiveness of the Merger, pursuant to the Transaction Agreement. At the effective time of the Merger, that certain Warrant No. 1 dated February 16, 2016 (the "R1 Warrant") to purchase shares of Common Stock was assigned to and assumed by New R1 and following such assignment represented the right to purchase shares of New R1 Common Stock with substantially the same terms and conditions as the R1 Warrant.

Remarks:

For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the Reporting Persons may be deemed to be directors by deputization by virtue of their contractual right to appoint directors to the board of directors of the Issuer. As a result, the "Director" box is marked in Item 5 of this Form 4.

Signatures

[TCP-ASC ACHI Series LLLP By: TCP-ASC GP, LLC, its General Partner By:/s/ Glenn F. Miller Name: Glenn F. Miller Title: Vice President](#)

[06/21/2022](#)

[TCP-ASC GP, LLC By:/s/ Glenn F. Miller Name: Glenn F. Miller Title: Vice President](#)

[06/21/2022](#)

[TI IV ACHI Holdings GP, LLC By:/s/ Glenn F. Miller Name: Glenn F. Miller Title: Vice President](#)

[06/21/2022](#)

[TI IV ACHI Holdings, LP By: TI IV ACHI Holdings GP, LLC, its General Partner By:/s/ Glenn F. Miller Name: Glenn F. Miller Title: Vice President](#)

[06/21/2022](#)

Tower Brook Investors Ltd. By:/s/ Neal Moszkowski Name: Neal Moszkowski Title: Director	06/21/2022
Neal Moszkowski /s/ Neal Moszkowski Neal Moszkowski	06/21/2022
Ramez Sousou /s/ Ramez Sousou Ramez Sousou	06/21/2022
Ascension Health Alliance By:/s/ Anthony J. Speranzo Name: Anthony J. Speranzo Title: President and Chief Executive Officer, Ascension Capital, LLC (authorized signatory)	06/21/2022
** 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.