

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>Avista Capital Managing Member IV, LLC</u> (Last) (First) (Middle) C/O AVISTA CAPITAL PARTNERS 65 EAST 55TH STREET, 18TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Organogenesis Holdings Inc. [ORGO]</u>	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)
	3. Date of Earliest Transaction (Month/Day/Year) 11/26/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Class A common stock	11/26/2019		P		6,000,000 ⁽²⁾	A	\$5 ⁽³⁾	24,975,165 ⁽²⁾	I	See Notes ⁽¹⁾⁽⁴⁾⁽⁵⁾

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)		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	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>Avista Capital Managing Member IV, LLC</u> (Last) (First) (Middle) C/O AVISTA CAPITAL PARTNERS 65 EAST 55TH STREET, 18TH FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)		
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1. Name and Address of Reporting Person *

[Avista Acquisition Corp.](#)

(Last) (First) (Middle)

65 EAST 55TH STREET
18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Avista Acquisition, LLC](#)

(Last) (First) (Middle)

65 EAST 55TH STREET
18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Avista Capital Partners IV, L.P.](#)

(Last) (First) (Middle)

C/O AVISTA CAPITAL PARTNERS
65 EAST 55TH STREET, 18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Avista Capital Partners \(Offshore\) IV, L.P.](#)

(Last) (First) (Middle)

C/O AVISTA CAPITAL PARTNERS
65 EAST 55TH STREET, 18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Avista Capital Partners IV GP, L.P.](#)

(Last) (First) (Middle)

C/O AVISTA CAPITAL PARTNERS
65 EAST 55TH STREET, 18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Dean Thompson](#)

(Last) (First) (Middle)

C/O AVISTA CAPITAL PARTNERS
65 EAST 55TH STREET, 18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Burgstahler David F](#)

(Last) (First) (Middle)

C/O AVISTA CAPITAL PARTNERS
65 EAST 55TH STREET, 18TH FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

Explanation of Responses:

1. This statement is being filed by the following Reporting Persons: Avista Acquisition Corp. (the "Sponsor"); Avista Acquisition LLC, which is the sole shareholder of the Sponsor; Avista Capital Partners IV, L.P. ("ACP Onshore"); Avista Capital Partners (Offshore) IV, L.P. ("ACP Offshore" and together with ACP Onshore, the "Avista Funds"); Avista Capital Partners IV GP, L.P. ("Avista GP"), which is the general partner of ACP Onshore and ACP Offshore; Avista Capital Managing Member IV, LLC, which is the general partner of Avista GP; Thompson Dean; and David Burgstahler.
2. Represents an aggregate of 3,008,064 shares of Common Stock purchased by ACP Onshore and 2,991,936 shares of Common Stock purchased by ACP Offshore in the Issuer's underwritten public offering (the "Offering") that was completed on November 26, 2019.
3. Represents the public offering price of \$5.00 per share of Common Stock, without giving effect to the fee paid by the Issuer to Avista Capital Holdings, L.P., an affiliate of the Avista Funds ("Avista Management"), pursuant to the Fee Letter Agreement, dated November 19, 2019, among the Issuer, Avista Management and the Avista Funds, made in connection with the Offering, as described in the Issuer's Current Report on Form 8-K filed on November 22, 2019 and filed as Exhibit 10.1 thereto.
4. Because of the relationship among the Reporting Persons, the Reporting Persons may be deemed to beneficially own the securities reported herein to the extent of their respective pecuniary interests. Each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein, if any. Joshua Tamaroff, an employee of an affiliate of the Reporting Persons, serves on the board of directors of the Issuer as a representative of the Reporting Persons.
5. Pursuant to Rule 16a-1(a)(4) under the Exchange Act, this filing shall not be deemed an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any equity securities in excess of their respective pecuniary interests.

Remarks:

Exhibit 99.1 Joint Filer Information, incorporated herein by reference.

[See Exhibit 99.1 for Signatures](#)
[incorporated herein by](#) [11/27/2019](#)
[reference](#)

** 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.

Joint Filer Information

Name of Joint Filer: Avista Acquisition Corp.

Address of Joint Filer: 65 East 55th Street
18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required to be Reported (Month/Day/Year): 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Acquisition Corp.

/s/ Benjamin Silbert

Name: Benjamin Silbert

Title: Attorney-in-Fact

11/27/2019

Date

Joint Filer Information

Name of Joint Filer: Avista Acquisition, LLC

Address of Joint Filer: 65 East 55th Street
18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required to be Reported (Month/Day/Year): 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Acquisition, LLC

/s/ Benjamin Silbert

Name: Benjamin Silbert

Title: Attorney-in-Fact

11/27/2019

Date

Joint Filer Information

Name of Joint Filer: Avista Capital Partners IV, L.P.

Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required
To be Reported: 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Capital Partners IV, L.P.
By: Avista Capital Partners IV GP, L.P.
By: Avista Capital Managing Member IV, LLC, its general partner

/s/ Benjamin Silbert
Name: Benjamin Silbert
Title: Authorized Signatory

11/27/2019
Date

Joint Filer Information

Name of Joint Filer: Avista Capital Partners (Offshore) IV, L.P.

Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required
To be Reported: 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Capital Partners (Offshore) IV, L.P.
By: Avista Capital Partners IV GP, L.P.
By: Avista Capital Managing Member IV, LLC, its general partner

/s/ Benjamin Silbert
Name: Benjamin Silbert
Title: Authorized Signatory

11/27/2019
Date

Joint Filer Information

Name of Joint Filer: Avista Capital Partners IV GP, L.P.

Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required
To be Reported: 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Capital Partners IV GP, L.P.
By: Avista Capital Managing Member IV, LLC, its general partner

/s/ Benjamin Silbert

Name: Benjamin Silbert
Title: Authorized Signatory

11/27/2019
Date

Joint Filer Information

Name of Joint Filer: Avista Capital Managing Member IV, LLC

Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required
To be Reported: 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

Avista Capital Managing Member IV, LLC

/s/ Benjamin Silbert

Name: Benjamin Silbert

Title: Authorized Signatory

11/27/2019

Date

Name of Joint Filer: Thompson Dean

Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022

Relationship of Joint Filer to Issuer: 10% Owner
Director

Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]

Date of Earliest Transaction Required
To be Reported: 11/26/2019

Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

/s/ Benjamin Silbert

Benjamin Silbert, as attorney-in-fact for
Thompson Dean

11/27/2019

Date

Name of Joint Filer: David Burgstahler
Address of Joint Filer: c/o Avista Capital Partners
65 East 55th Street, 18th Floor
New York, NY 10022
Relationship of Joint Filer to Issuer: 10% Owner
Director
Issuer Name and Ticker or Trading Symbol: Organogenesis Holdings Inc. [ORGO]
Date of Earliest Transaction Required
To be Reported: 11/26/2019
Designated Filer: Avista Capital Managing Member IV, LLC

Signature:

/s/ Benjamin Silbert

Benjamin Silbert, as attorney-in-fact for
David Burgstahler

11/27/2019
Date