

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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>Scally Celina M.</u>  (Last) (First) (Middle) C/O APRIA INC. 7353 COMPANY DRIVE  (Street) INDIANAPOLIS IN 46237  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/11/2021	3. Issuer Name and Ticker or Trading Symbol <u>Apria, Inc. [ APR ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) SVP, CHRO	5. If Amendment, Date of Original Filed (Month/Day/Year) 02/12/2021  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Appreciation Rights	(1)	03/09/2027	Common Stock	9,373	2.07	D	
Stock Appreciation Rights	(2)	06/05/2025	Common Stock	7,239	4.67	D	
Stock Appreciation Rights	(2)	03/09/2027	Common Stock	11,250	4.67	D	
Stock Appreciation Rights	(3)	10/08/2029	Common Stock	17,249	5.33	D	
Stock Appreciation Rights	(4)	05/12/2030	Common Stock	22,999	5.33	D	
Stock Appreciation Rights	(2)	02/20/2025	Common Stock	17,714	8.28	D	
Stock Appreciation Rights	(2)	06/05/2025	Common Stock	28,968	8.28	D	
Stock Appreciation Rights	(2)	03/09/2027	Common Stock	16,889	8.28	D	
Stock Appreciation Rights	(2)	10/08/2029	Common Stock	5,750	8.28	D	

**Explanation of Responses:**

- These stock appreciation rights vest in equal quarterly installments ending on March 1, 2022.
- These stock appreciation rights are fully vested.
- These stock appreciation rights vest in equal quarterly installments until August 15, 2024.
- These stock appreciation rights vest as follows: (a) 20% vests on May 12, 2021, and (b) the remaining vests in equal quarterly installments ending on May 12, 2025.

**Remarks:**

This Amendment is being filed to amend and restate the original Form 3 filed by the Reporting Person on February 12, 2021, which inadvertently reported common stock of the Issuer in Table I. Exhibit List: Exhibit 24 - Power of Attorney.

/s/ Celina M. Scally

06/04/2021

\*\* 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 5 (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.

POWER OF ATTORNEY

Know all by these presents that the undersigned, does hereby make, constitute and appoint each of Debra L. Morris, Michael-Bryant Hicks and Doreen Bellucci, or any one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (in the undersigned's individual capacity), to execute and deliver such forms that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Apria Inc. (the "Company") (i) pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended, including without limitation, statements on Form 3, Form 4 and Form 5 (including any amendments thereto) and (ii) in connection with any applications for EDGAR access codes or any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the Securities and Exchange Commission, including without limitation the Form ID. The Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of the Company, unless earlier revoked in writing. Debra L. Morris, Michael-Bryant Hicks and Doreen Bellucci are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

By: /s/ Celina M. Scally

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Name: Celina M. Scally

Date: June 4, 2021