SEC I	Form 4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average bu	rden
hours per response:	0.5

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

1. Name and Address of Reporting Person [*] Soane David			2. Issuer Name and Ticker or Trading Symbol <u>Comera Life Sciences Holdings, Inc.</u> [CMRA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify
C/O SOANE LABS, LLC 380 NE 72ND TERRACE (Street)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/04/2023	below) below)
		33138 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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)	Transaction Code (Instr.		4. Securities Disposed Of (Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	01/04/2023		Р		67,567	A	\$1.23	3,336,562(1)	Ι	By Trust ⁽²⁾
Common Stock	01/04/2023		Р		67,567	A	\$1.23	88,729 ⁽³⁾	Ι	By Trust ⁽⁴⁾
Common Stock	01/04/2023		Р		67,567	A	\$1.23	88,729 ⁽³⁾	Ι	By Trust ⁽⁵⁾
Common Stock								589,786(6)	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(0.9	, pui	, oui	io, wan	unt	s, options,	oonvoru		111100)				
1. Title of Derivative Security (Instr. 3) 2. Conversio or Exercis Derivative Security Security			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	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	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Warrant (right to buy)	\$1.23	01/04/2023		Р		135,134		01/04/2023	01/04/2028	Common Stock	135,134	\$0.125	135,134	Ι	By Trust ⁽²⁾
Warrant (right to buy)	\$1.23	01/04/2023		Р		135,134		01/04/2023	01/04/2028	Common Stock	135,134	\$0.125	135,134	I	By Trust ⁽⁴⁾
Warrant (right to buy)	\$1.23	01/04/2023		Р		135,134		01/04/2023	01/04/2028	Common Stock	135,134	\$0.125	135,134	I	By Trust ⁽⁵⁾

Explanation of Responses:

1. Includes 663,288 Earn-Out Shares. Earn-Out Shares are shares of Common Stock held in escrow, which shares will be released if, at any time prior to May 19, 2024, either (i) the volume-weighted average price of the Common Stock is equal to or greater than \$12.50 for twenty trading days within a thirty trading day period or (ii) upon a change of control with aggregate consideration in excess of \$12.50 per share of Common Stock.

2. Held by The Soane Family Trust, of which David Soane is a trustee and members of the Dr. Soane's immediate family are trustees and beneficiaries. Dr. Soane disclaims beneficial ownership except to the extent of his pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purposes

3. Includes 4,298 Earn-Out Shares

4. Held by the Alexander V. Soane 2019 Irrevocable Trust. Members of David Soane's immediate family serve as trustee and are beneficiaries of such trusts. The reporting persons disclaim beneficial ownership except to the extent of their pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purposes

5. Held by the Nicholas V. Soane 2019 Irrevocable Trust. Members of David Soane's immediate family serve as trustee and are beneficiaries of such trusts. The reporting persons disclaim beneficial ownership except to the extent of their pecuniary interest therein and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purposes

6. Includes 119,779 Earn-Out Shares

David S. Soane (individually) 01/06/2023

David S. Soane, as trustee of the Soane Family Trust 01/06/2023

** 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.