HOUSTON

(City)

TX

(State)

77056

(Zip)

## FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| OTATEMENT OF OUR |     |
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## Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

|   | Check this box if no longer subject to |
|---|--|
| ١ | Section 16. Form 4 or Form 5           |
|   | obligations may continue. See          |
|   | Instruction 1/h)                       |

|  | ons may contin<br>ion 1(b).   |  |  |  | Filed p  |             | nt to Section  |            |  |   |                    |   | 934                        |  |   | hours   | per resp  | oonse:                 | 0.5                                  |
|--|---|--|--|--|--|-------------|--|------------|--|---|--------------------|---|----------------------------|--|---|---|---|------------------------|--------------------------------------|
| Name and Address of Reporting Person*     2. Issue       |   |  |  |  |  |             |  |            |  |   |                    |   |                            | Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner |   |   |   |                        |                                      |
| 12/20/   |   |  |  |  |  | of Earliest | Trans  | action (Mo | nth/D  | ay/Year)  |                    | Officer (give title Other (specify below) below)                            |                            |  |   |   |   |                        |                                      |
| 2800 POST OAK BLVD SHITE 2000                            |   |  |  |  | 2/29/2023  If Amendment, Date of Original Filed (Month/Day/Year) |             |  |            |  |   |                    |   |                            | 6. Individual or Joint/Group Filing (Check Applicable Line)                                |   |   |   |                        |                                      |
| (Street)   |   |  |  | $ \lfloor$   | Form filed by One Reporting P  X Form filed by More than One F   |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| HOUSTON TX 77056   |   |  | Rule   | 10b5-1   | (c)  | Transa      | acti   | on Indi    | cation   |   |                    |   |                            |  |   |   |   |                        |                                      |
| (City) (State) (Zip)                                     |   |  |  | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
|  |   | Т  | able I - Noi   |  |  |             |  |            | <del>'</del>   | Dis   | _                  |   |                            | ly O   |   |   |   |                        |                                      |
| 1. Title of Security (Instr. 3)  2. Transc Date (Month/E |   |  |  |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Yea        |             | Transaction Disp<br>Code (Instr.   |            |  | ecurities Acquired (A) oposed Of (D) (Instr. 3, 4 |                    | nd 5) Securities<br>Beneficiall<br>Owned Fol                                |                            | у  | Form:<br>(D) or                                     | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)             | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |                        |                                      |
|  |   |  |  |  |  |             |  |            |  | v   | Amount             | (A) o   |                            |  | Reported<br>Transaction<br>(Instr. 3 and            | n(s)<br>d 4)  |   |                        | (Instr. 4)                           |
|  |   |  | Table II -   |  |  |             | curities<br>Ils, warr  |            |  |   |                    |   |                            | / Ow   | vned  |   |   | <u> </u>               |                                      |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)      | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Dat<br>if any<br>(Month/Day/Ye | te,  | 4.<br>Transa<br>Code (<br>8)                                     | ction       | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |            | 6. Date Exercisable a<br>Expiration Date<br>(Month/Day/Year) |   | able and           | 7. Title and Amo<br>Securities Unde<br>Derivative Secur<br>(Instr. 3 and 4) |                            |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Numb<br>derivativ<br>Securitic<br>Benefici<br>Owned<br>Followir<br>Reporte | ve<br>es<br>ally                                    | Ownership<br>Form:     | Beneficia<br>Ownersh<br>t (Instr. 4) |
|  |   |  |  | ļ  | Code   | v           | (A)  | (D)        | Date<br>Exercisab  |   | Expiration<br>Date | Title   | Amount<br>Number<br>Shares |  | Tra   | Transac<br>(Instr. 4)   | tion(s)   |                        |                                      |
| Convertible<br>Note<br>Shares                            | \$0.055   | 12/29/2023                                 |  |  | P  |             | 2,453,636  |            | 12/29/202  | 23  | 12/29/2024         | Common<br>Stock,<br>par value<br>\$0.0001<br>per share                      | 2,453,6                    | 536  | \$0.055   | 2,453,636   |   | D <sup>(1)(2)(3)</sup> |                                      |
| Common<br>Stock<br>Purchase<br>Warrant                   | \$0.055   | 12/29/2023                                 |  |  | P  |             | 4,907,272  |            | 12/29/202  | 23  | 12/29/2028         | Common<br>Stock,<br>par value<br>\$0.0001<br>per share                      | 4,907,2                    | 272  | (2)(3)  | 7,362.  | ,005  | D <sup>(1)(2)(3)</sup> |                                      |
|  | d Address of Partners   | Reporting Person*                          |  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Last)<br>2800 POS                                       |   | (First)                                    | (Middle  | ;)   |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Street)   | )N  | TX   | 77056  | <u> </u>   |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (City)   |   | (State)                                    | (Zip)  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
|  |   | Reporting Person*                          |  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Last)<br>2800 POS                                       | ST OAK BI   | (First)<br>LVD, SUITE 200                  | (Middle  | <del>:</del> )   |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Street)   | )N  | TX   | 77056  | •  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (City)   |   | (State)                                    | (Zip)  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
|  | d Address of  | Reporting Person*                          |  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Last)<br>2800 POS                                       | ST OAK BI   | (First) LVD, SUITE 200                     | (Middle  | ;)   |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |
| (Street)   |   |  |  |  |  |             |  |            |  |   |                    |   |                            |  |   |   |   |                        |                                      |

## Explanation of Responses:

- 1. This report is filed jointly by Freebird Partners LP, a Texas limited partnership ("Freebird Partners"), Freebird Investments LLC, a Texas limited liability company ("Freebird Investments"), and Curtis W. Huff (each a "Reporting Person" and collectively, the "Reporting Persons") in connection with their respective direct and indirect ownership of common stock, par value \$0.0001 ("Common Stock") of Comera Life Sciences Holdings, Inc. (the "Company"). These securities of the Company are held of record by Freebird Partners. Freebird Investments serves as the general partner of Freebird Partners. Curtis W. Huff is the sole member of Freebird Investments. By virtue of these relationships, each of Freebird Investments and Mr. Huff may be deemed to share beneficial ownership of the securities held of record by Freebird Partners.
- 2. Pursuant to that certain Securities Purchase Agreement dated December 29, 2023, as announced in the Issuer's Current Report on Form 8-K filed with the Securities Exchange Commission on December 29, 2023, Freebird Partners agreed to purchase, and the Company agreed to sell, for an aggregate purchase price of \$134,950, (i) a Senior Convertible Note in the principal amount of \$134,950 (the "Note") with a one (1) year term, and (ii) a warrant to purchase up to 4,907,272 shares of Common Stock (the "Warrant" and such transactions").
- 3. (Continued from footnote 2) The Note may be converted at any time and from time to time after December 29, 2023, at the option of the holder, at a conversion price of \$0.055 per share of Common Stock, to the extent that after giving effect to such conversion the Reporting Persons and their affiliates would beneficially own no more than 9.99% of the outstanding shares of Common Stock of the Company. The Warrant became exercisable on December 29, 2023, and may be exercised through December 29, 2028, at an exercise price of \$0.055 per share of Common Stock, to the extent that after giving effect to such exercise the Reporting Persons and their affiliates would beneficially own no more than 9.99% of the outstanding shares of Common Stock of the Company.

Freebird Partners LP, By:
Freebird Investments LLC, its
general partner, By: /s/ Curtis W.
Huff, Chairman and President
Freebird Investments LLC, By:
/s/ Curtis W. Huff, Chairman and
President
President

/s/ Curtis W. Huff 01/03/2024

\*\* 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.