FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Vashington,	D.C. 20549	į
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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).

(First)

FL

(State)

C/O SOANE LABS, LLC 380 NE 72ND TERRACE

(Last)

(Street) MIAMI

(City)

(Middle)

33138

(Zip)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or S	Secti	ion 30	(h) of	the	Ínvestn	nent C	Company Act	of 1940									
1. Name and Address of Reporting Person* Soane David					<u>Co</u>	2. Issuer Name and Ticker or Trading Symbol Comera Life Sciences Holdings, Inc. [CMRA]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify						
(Last) (First) (Middle) C/O SOANE LABS, LLC 380 NE 72ND TERRACE						3. Date of Earliest Transaction (Month/Day/Year) 11/08/2022										below			below)	specify		
(Street) MIAMI	· ·						4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City)	(Sta		Zip)																			
Table I - Non-Derivat 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yo			n	2A Exc if a	. Deem ecution	Deemed ecution Date,		3. Transa Code (1 8)	ction	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		r	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership					
									Code V		Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock				11/08/2022					P		3,000	A	\$1.3	826(1)	3,26	268,995(2)			by Trust ⁽³⁾			
Common Stock														589	9,786 ⁽⁴⁾		D					
Common Stock															21,162 ⁽⁵⁾				by Trust ⁽⁶⁾			
Common	Common Stock															21	21,162 ⁽⁵⁾			by Trust ⁽⁷⁾		
		Tal	ole II									posed of, convertib				Owned	d .					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu	3A. Deemed Execution Date, if any (Month/Day/Year)			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		tive ties red sed	Expiration (Month/Day			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	, (A) ((D)	Date Exerc	cisable	Expiration Date	Title	Amou or Numb of Share	er							
1. Name ar Soane		Reporting Person*																				
	ANE LABS 72ND TERI		(N	Лiddle)		_																
(Street) MIAMI		FL	33	3138																		
(City)		(State)	(Z	ľip)																		
	nd Address of Family Tr	Reporting Person*																				

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$1.36 to \$1.43, inclusive. The Reporting Persons undertake to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price at which the transactions were effected.
- 2. 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.
- 3. 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
- 4. Includes 119,779 Earn-Out Shares
- 5. Includes 4,298 Earn-Out Shares
- 6. 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
- 7. 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

David S. Soane (individually) 11/09/2022

David S. Soane, as trustee of

11/09/2022

the Soane Family Trust** Signature of Reporting Person

11/05/202

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.