

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

<b>1. Name and Address of Reporting Person*</b> <u>Cherington Charles</u> <hr/> (Last) (First) (Middle) <u>C/O ARA PARTNERS</u> <u>5300 MEMORIAL DR., SUITE 500</u> <hr/> (Street) <u>HOUSTON TX 77077</u> <hr/> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>Comera Life Sciences Holdings, Inc. [ CMRA ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>07/31/2023</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	
<b>Rule 10b5-1(c) Transaction Indication</b> <input type="checkbox"/> 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.		

**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			
Common Stock	07/31/2023		p <sup>(1)</sup>		880,195	A	\$0.5113 <sup>(1)</sup>	3,759,861	D	
Common Stock								1,268,761	I	By LLC <sup>(2)</sup>
Common Stock								95,328	I	By trust <sup>(3)</sup>
Common Stock								95,327	I	By trust <sup>(4)</sup>
Common Stock								95,328	I	By trust <sup>(5)</sup>

**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)		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 Transaction(s) (Instr. 4)	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				
Warrants to Purchase Common Stock	\$0.6135	07/31/2023		p <sup>(1)</sup>		2,200,488 <sup>(6)</sup>		02/01/2024	07/31/2028	Common Stock	2,200,488	\$0 <sup>(1)</sup>	2,200,488	D	

**Explanation of Responses:**

- On July 31, 2023, pursuant to a private placement offering by the Issuer, the Reporting Person acquired 880,195 shares of the Issuer's Common Stock and Warrants to purchase up to 2,200,488 shares of Common Stock. The combined purchase price per share of Common Stock and accompanying Warrant in the offering was \$0.51125, with all of the purchase price allocated to the shares of Common Stock.
- Held by Cherington Holdings LLC, of which the reporting person is a partner.
- Held by Ashley S. Pettus 2012 Irrevocable Trust FBO Benjamin P. Cherington, of which the reporting person is trustee.
- Held by Ashley S. Pettus 2012 Irrevocable Trust FBO Cyrus B. Cherington, of which the reporting person is trustee.
- Held by Ashley S. Pettus 2012 Irrevocable Trust FBO Henry S. Cherington, of which the reporting person is trustee.
- The exercisability of the Warrants is subject to a 19.99% beneficial ownership limitation.

/s/ Charles Cherington

08/25/2023

\*\* 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.