SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

I

OMB Number: 3235-0287								
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Filed pursuar	t to Section	16(a) of th	e Securities	Exchange	Act of	1934

Section obligat	ions may conti tion 1(b).		l pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940								4			ated ave	erage burder ponse:	n 0.5		
1. Name and Address of Reporting Person* Galea Sandro				2. Issuer Name and Ticker or Trading Symbol <u>Sharecare, Inc.</u> [SHCR]						(Che	elationship o ck all applic C Director	able)	Reporting Person(s) to Issuer ble) 10% Owner					
	ARECARE,										Officer below)	(give title		Other (s below)	specify			
255 E. PACES FERRY RD. NE SUITE 700					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	FA G	A	30305										2	X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(5	itate)	(Zip)															
		Та	ble I - Nor	n-Deriv	ative S	ecurities	s Ac	quired,	Dis	posed o	of, o	r Bene	eficially	Owned				
1. Title of Security (Instr. 3) 2. Trans: Date (Month/L			action 2A. Deemed Execution Date, if any (Month/Day/Year)			Transaction Disposed Of (D) Code (Instr.		ities Acquired (A) or d Of (D) (Instr. 3, 4 and			nd 5) Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount	it (A) or P		Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
	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)	Derivative Conversion Date Execution Date, Tran Security or Exercise (Month/Day/Year) if any Cod		insaction Derivative E			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		ecurity 4)	Irity Derivative Security (Instr. 5)		er of e ss ally g j ion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
1					1						1	A	mount		(Instr. 4)			1

Explanation of Responses:

(1)

1. Each restricted stock unit represents a contingent right to receive one share of common stock, par value \$0.0001 per share ("Common Stock"), of Sharecare, Inc. (the "Company"), or as determined by the administrator, cash equal to the fair market value of one share of Common Stock on the settlement date.

(D)

2. The restricted stock units will vest on the earlier of (i) the next annual meeting of the Company's stockholders following the grant date and (ii) August 5, 2023, subject to the Reporting Person's continued service as a director of the Company.

Date Exercisable

(2)

Expiration Date

(2)

Title

Commor

Stock

Remarks:

Restricted

Stock

Units

/s/ Christie J. Miller, Attorney-08/09/2022 in-Fact for Reporting Person

Amount 01

Number of Shares

121,019

\$<mark>0</mark>

Date

121,019

D

** Signature of Reporting Person

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).

08/05/2022

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

v

(A)

121,019

Code

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.