FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OM	B AF	PPR	JAVC	

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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).

### 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

1. Name and Address of Reporting Person* <u>Chadwick John Huston</u>	2. Issuer Name <b>and</b> Sharecare, Inc			ng Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last) (First) (Midd	3. Date of Earliest Tra 06/30/2023	ansactior	n (Moi	nth/Day/Year)		below)	Officer (give title below)  AFFILIATE OF 10% OWNER				
30 BURTON HILLS BLVD, SUITE 10	0	4. If Amendment, Dat	te of Orig	inal F	Filed (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) NASHVILLE TN 3721						X Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
(City) (State) (Zip)		Rule 10b5-1(	c) Tra	เทรส	action Inc	licatio	on				
		Check this box to i satisfy the affirmat	ndicate th	at a tr se con	ansaction was r	made pur L0b5-1(c)	suant to a ). See Instr	contract, instruction of cuction 10.	or written plan tha	t is intended to	
Table I - I	lon-Derivati	ive Securities A	cquire	d, D	isposed o	f, or B	enefici	ally Owned			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 and 5)		d (A) or r. 3, 4	5. Amount of Securities 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)	, ,	,	
Common Stock	06/30/2023		A		46,943(1)	A	\$0	186,962	D		
Common Stock								3,341,963 <sup>(2)</sup>	I	By Claritas Sharecare- CS Partners, LLC <sup>(3)</sup>	
Common Stock								752,913 <sup>(2)</sup>	I	By Claritas Dozoretz Partners, LLC <sup>(3)</sup>	
Common Stock								1,339,129(2)	I	By Claritas Cornerstone Fund, LP <sup>(3)</sup>	
Common Stock								1,052,904 <sup>(2)</sup>	I	By Claritas Sharecare 2018 Notes, LLC <sup>(3)</sup>	
Common Stock								2,859,596 <sup>(2)</sup>	I	By Claritas Sharecare Notes, LLC <sup>(3)</sup>	
Common Stock								3,974,987 <sup>(2)</sup>	I	By Claritas Opportunity Fund IV, LP <sup>(3)</sup>	
Common Stock								791,127 <sup>(2)</sup>	I	By Claritas Capital Fund IV, LP <sup>(3)</sup>	
Common Stock								69,544 <sup>(2)</sup>	I	By Claritas Sharecare F3 LLC <sup>(3)</sup>	
Common Stock								467,217 <sup>(2)</sup>	I	By Claritas SC Bactes Partners, LLC <sup>(3)</sup>	

1. Title of	Security (Ins		2. Transaction Date (Month/Day/Yo	ı 2 Ear) i	2A. Dee Executi f any		e, 3	3. Transaction Code (Instr. 8)		4. Securities	s Acquired (A) or f (D) (Instr. 3, 4		5. Amount Securities Beneficial Owned Following	of 6. Owr Form: y (D) or Indired	6. Owner Form: D (D) or Indirect (Instr. 4	Direct Indi Ben ct (I) Owi	Nature of direct eneficial wnership nstr. 4)	
							[	Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 au					
Commor	ı Stock												1,408,8	334 <sup>(2)</sup>	I	2	y Claritas harecare 019 Notes LC <sup>(3)</sup>	
Commor	ı Stock												1,860,2	256 <sup>(2)</sup>	I	C F	by Claritas Opportunity und 2013, P <sup>(3)</sup>	
Commor	ı Stock												165,24	41 <sup>(2)</sup>	I	n	y nanaged ccount <sup>(3)</sup>	
Commor	ı Stock												791,1	27 <sup>(2)</sup>	I	C F	y Claritas Opportunity und II, P <sup>(3)</sup>	
Commor	ı Stock												8,449,9	)42 <sup>(2)</sup>	I	S	y Claritas harecare N artners, LC <sup>(3)</sup>	
Commor	ı Stock												1,835,9	931 <sup>(2)</sup>	I	C F	y Claritas Opportunity und V, P <sup>(3)</sup>	
Commor	ı Stock												431,4	54 <sup>(2)</sup>	I	S	y Claritas C artners, LC <sup>(3)</sup>	
Commor	ı Stock												279,1	51 <sup>(2)</sup>	I By Clari Irby, LL		y Claritas by, LLC <sup>(3)</sup>	
		Tab	e II - Derivati (e.g., pu							posed of, convertib				ed				
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)		saction (Instr.		ative rities ired osed	r Expiration (Month/Diversites ed				d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5) Bene Owne Follor Repo		rities Form: ficially Direct of or Ind wing (I) (Instituted action(s)		Beneficial Ownershi ct (Instr. 4)
				Code	· v	(A)	(D)	Date Exerc	isable	Expiration Date		Amount or Number of Shares						

- 1. Represents the grant of restricted stock units ("RSUs") in lieu of director cash compensation (as elected by reporting person). Such RSUs vest one-third (1/3) each on August 15, 2023, November 15, 2023, and February 15, 2024, respectively, provided that reporting person is still serving as a director of the Company through the applicable vesting date.
- 2. Reporting Person disclaims beneficial ownership of these shares 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 purpose.
- 3. This entity is a direct beneficial owner of the Common Stock reported on this Form 4. See Exhibit 99.1 below for information regarding the nature of Mr. Chadwick's indirect ownership of the Common Stock reported in Table I.

### Remarks:

Exhibit 99.1 Mr. Chadwick has an indirect pecuniary interest in all of the securities held by the direct beneficial owners of Common Stock listed in Column 4 of Table I of this Form 3 (the "Claritas Entities"), through his ownership of interests in the entities that manage the Claritas Entities (the "Managing Entities"). Each Managing Entity and the Claritas Entity or Entities it manages are identified below. Claritas Capital SLP - V, GP Claritas Sharecare CN Partners, LLC Claritas Irby, LLC Claritas Dozoretz Partners, LLC CC Partners IV, LLC Claritas Opportunity Fund IV, L.P. Claritas Cornerstone Fund, LP CC SLP IV, GP Claritas Sharecare-CS Partners, LLC Claritas Capital, LLC Claritas Sharecare F3 LLC Managed Account CC SLP V, GP Claritas Sharecare 2018 Notes, LLC Claritas Sharecare Notes, LLC Claritas Sharecare 2019 Notes, LLC Claritas SC Bactes Partners, LLC CC Partners V, LLC Claritas Opportunity Fund V, LP Claritas Capital EGF - V Partners, LLC Claritas Capital Fund IV, LP Claritas SC-SLP GP Claritas SC Partners, LLC Claritas Capital Fund IV, LP Claritas Capital Partners II, LLC Claritas Opportunity Fund II, LP Claritas Capital Management Services, Inc. is a corporation; Mr. Chadwick is a director and president.

> /s/ Christie J. Miller, Attorney-in-fact for the

07/05/2023

reporting person

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

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