FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0104 | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| DADE BOY IOUN | | St | Date of Event R atement (Month/ | | 3. Issuer Name and Ticker or Trading Symbol CaliberCos Inc. [CWD] | | | | | | | |
|--|-------------------|--|------------------------------------|--|---|---|--|-----------|--|---|-----------------------------|--|
| 8901 E. MOUN' SUITE 150 (Street) SCOTTSDALE | | (Middle) | 03/13/2023 | | | ionship of Reporting Person(all applicable) Director Officer (give title below) Ch. Development | 10% Owner Other (spec below) | ify | S. If Amendment, Date of Original Filed (Month/Day/Year) C. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | | Beneficially Owned (Instr. 4) Form: Dire | | 3. Ownership Form: Direct Indirect (I) (In | (D) or 5) | | re of Indirect B | eneficial Ownership (Instr. | |
| Class A Common Stock | | | | | | 70,662 | I (1) | S | See footnote 1. | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Derivative Security (Instr. 4) | | Underlying | 4. Conversion or Exercise | | 5. Ownership Form: Direct (D) or | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| | | | Date Exercisable | Expiratio Date | n Title | | Amount or Number of Shares | Security | | Indirect (I) (Instr. 5) | | |
| Employee Stock | Options (right to | buy) ⁽²⁾ | 01/01/2017 | 01/01/2020 | 6 | Class A Common Stock | 445,888 | 3.36 | 5 | D | | |
| Employee Stock | Options (right to | buy) ⁽³⁾ | 01/01/2022 | 01/01/203 | 1 (| Class A Common Stock | 3,613 | 6.49 |) | D | | |

Explanation of Responses:

- 1. Class A common stock owned by Wave Investments LLC, an Arizona limited liability company, of which the Reporting Person is the sole manager.
- 2. Employee stock options (right to buy)("Options") granted January 1, 2016. Such Options are fully vested.
- 3. Options granted January 1, 2021, pursuant to Issuer's Amended and Restated 2017 Stock Incentive Plan. The Options vest one-quarter on the first anniversary date of the grant and 1/36th per month thereafter until fully vested on January 1, 2025.

Remarks:

/s/ Roy J. Bade

05/15/2023

** 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 5 (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.