FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OI	MR	AP	PR	O	/Α

OMB Number:	3235-0287
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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the

### 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

affirmative defense of 10b5-1(c). See Instr				
1. Name and Address <u>SCHRADER J</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CaliberCos Inc.</u> [ CWD ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) 8901 E. MOUNTA	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/25/2023	X Director X 10% Owner  X Officer (give title Other (specify below)  Pres., COO
SUITE 150	HIV VIEW ROAD		4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person
(Street) SCOTTSDALE	AZ	85258		Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

## 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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock <sup>(1)</sup>	09/25/2023		A		301,131(2)	A	\$0.00	301,131	D	
Common Stock								3,709,963(3)	D	
Common Stock								3,390,736 <sup>(4)</sup>	I	By Donnie Schrader.

# 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	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		

### Explanation of Responses:

- 1. Restricted stock units ("RSUs") granted pursuant to Issuer's Amended and Restated 2017 Stock Incentive Plan, as amended. The RSUs are common stock equivalents and represent a contingent right to receive Class A common stock of Issuer upon vesting.
- $2. \ RSUs \ will \ vest \ 25\% \ on \ January \ 1, 2024, and \ 1/36th \ each \ month \ thereafter \ for \ the \ following \ 36 \ months.$
- 3. Class B common stock held by Reporting Person.
- 4. Shares of Class A common stock held by Donnie R. Schrader who is Reporting Person's spouse. Reporting Person disclaims all shares held by Mr. Schrader, except to the extent of her pecuniary interest, if any, therein.

#### Remarks:

<u>/s/ Jennifer Schrader</u> 09/28/202.

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.