FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 10b5-1(c). See Insti								
1. Name and Address <u>LEUNG JADE</u>	of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol CaliberCos Inc. [CWD]		tionship of Reporting Personal applicable) Director	on(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024	X	Officer (give title below)	Other (specify below)		
8901 E MOUNTA	AIN VIEW ROAD			CFO				
(Street) SCOTTSDALE	AZ	85258	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	ridual or Joint/Group Filing Form filed by One Repo	` '. '		
(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)	ZA. Deemed 3. Execution Date, if any (Month/Day/Year) 3. Transaction Code (Instr. 8)			4. Securities Ac Disposed Of (D)			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)
Class A Common Stock(1)	04/01/2024		A		253,623(2)	A	(3)	643,552	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

-1	1. Title of	2.	3. Transaction	3A. Deemed	4.				6. Date Exercisable and		7. Title and Amount of		8. Price of	9. Number of	10.	11. Nature	ı
-1	Derivative	Conversion	Date	Execution Date,	Transaction		Derivative		Expiration Date		Securities Underlying		Derivative	derivative	Ownership	of Indirect	L
-1	Security (Instr. 3)	or Exercise	(Month/Day/Year)	if any	Code (Instr.		. Securities		(Month/Day/Year)		Derivative Security		Security	Securities	Form:	Beneficial	L
-1		Price of		(Month/Day/Year)	8)	8) Acquired (A)				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Direct (D)	Ownership	L	
-1		Derivative			or Disposed of		or Disposed of			1			Owned	or Indirect	(Instr. 4)	L	
-1		Security			(D) (Instr. 3, 4					Following	(I) (Instr. 4)		L				
-1					and 5)				l			Reported			L		
-1													1	Transaction(s)			L
-1						l						Amount		(Instr. 4)			L
-1						l						or					1
-1						l			Date	Expiration		Number					1
1					Code	٧	(A)	(D)	Exercisable	Date	Title	of Shares					

Explanation of Responses:

- 1. Restricted stock units ("RSUs") granted pursuant to Issuer's Amended and Restated 2017 Equity Incentive Plan, as amended (the "Plan"). The RSUs are common stock equivalents and represent a contingent right to receive Class A common stock of Issuer upon vesting.
- $2.\ RSUs\ will\ vest\ 25\%\ on\ January\ 1,\ 2025,\ and\ 1/36th\ each\ month\ thereafter\ for\ the\ following\ 36\ months.$
- 3. Not applicable.

Remarks:

/s/ Jade Leung

04/05/2024

** 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.