SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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*
ROSALES MICHAEL
(Last) (First) (Middle)
8901 E MOUNTAIN VIEW RD
(Street)
SCOTTSDALE AZ 85258
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
06/14/2026

3. Issuer Name **and** Ticker or Trading Symbol
CaliberCos Inc. [CWD]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
Director
10% Owner
☑ Officer (give title below)
Other (specify below)
Interim CFO

5. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ 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)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	3,528(1)	D	

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 Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Options (right to buy)(2)	06/01/2025(3)	06/01/2034	Class A Common Stock	142	20	D	
Employee Stock Options (right to buy)(2)	10/28/2021(3)	10/28/2030	Class A Common Stock	2,230	129.8	D	

Explanation of Responses:

1. Includes 1,447 unvested stock units ("RSUs") granted June 1, 2024, pursuant to Issuer's Amended and Restated 2017 Stock Incentive Plan (the "Plan"). The RSUs are common stock equivalents and represent a contingent right to receive Class A common stock of Issuer upon vesting. RSUs vest 25% on the first anniversary of the date of grant and thereafter vest in equal installments over the following 36 months.
2. Employee Stock Options (right to buy)("Options") granted pursuant to Issuer's Amended and Restated 2017 Stock Incentive Plan (the "Plan").
3. Options vest 25% on the first anniversary of the date of grant and thereafter vest in equal installments over the following 36 months.

Remarks:

/s/ Michael Rosales	06/23/2026
** 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.