SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

					or	Sect	$\sin 30(h)$	of the	Investme	nt Co	mpany Act	of 1940								
1. Name and Address of Reporting Person [*] Monico Mauricio						2. Issuer Name and Ticker or Trading Symbol <u>ContextLogic Inc.</u> [WISH]									ck all applic Directo	able) r	g Pers	on(s) to Issi 10% Ow	vner	
(Last)	```	irst) TREET, 33RD F	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/15/2023									below)	(give title Chief Proc	luct (Other (s below) Officer	pecify	
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
SAN FRANC	ISCO C.	A	94104									Form filed by More than One Reporting Person								
(City) (State) (Zip)						Rule 10b5-1(c) Transaction Indication														
							Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	ole I - Non	-Deriv	/ative	e Se	curities	s Ac	quired,	Dis	posed c	of, or E	ene	ficially	y Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/D.					/Day/Year) if a		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8) 4. Securi Disposed 5)					5. Amou Securitie Beneficia Owned F Reported	es Fori ially (D) Following (I) (I		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D) P		Price	Transact (Instr. 3 a	ion(s)			(Instr. 4)	
Class A Common Stock 11/15/						/2023			M ⁽¹⁾		18,931 A		\$0.00	51,	51,788		D			
Class A Common Stock 11/15					5/2023		F ⁽²⁾				\$5.155	· · · ·			D					
		-	Table II - I (Deriva (e.g., p	tive : outs,	Sec call	urities / s, warra	Acq ants	uired, E , optior	Disp ns, c	osed of converti	, or Be ble se	nefi curit	cially ies)	Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution I if any (Month/Day	Date,	4. Transactior Code (Instr. 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e s Illy J	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	or Nu of	umber						
Restricted Stock Unit	\$0.00	11/15/2023		1	M ⁽³⁾		2,363		(4)		(4)	Class A Commo Stock		,363	\$0.00	18,907	7	D		
Restricted Stock Unit	\$0.00	11/15/2023		1	M ⁽³⁾		496		(5)	T	(5)	Class A Commo	n .	496	\$0.00	992		D		

Stock Unit

\$0.00

\$0.00

Restricted

Stock Unit

Restricted

Explanation of Responses:

1. The Reporting Person was granted restricted stock units ("RSUs") which represent a contingent right to receive one share of Issuer's Class A Common Stock for each RSU. This reported transaction represents the settlement of RSUs vested as of November 15, 2023.

(5)

(6)

2. Represents the number of shares withheld by the Issuer to satisfy the tax withholding obligation in connection with the settlement of RSUs.

M⁽³⁾

M⁽³⁾

4,167

11,905

3. This reported transaction represents the settlement of RSUs vested as of November 15, 2023.

11/15/2023

11/15/2023

4. Subject to the Reporting Person's continuous service, 1/16th of the RSUs will vest on a quarterly basis beginning on February 15, 2022 (with all quarterly vesting events occurring on a "Company Vesting Date" of February 15, May 15, August 15, or November 15). Vested RSUs will settle on or following the vesting date, but in any event within 60 days following the vesting date (unless the Reporting Person and the Company have agreed in writing to a later settlement date pursuant to procedures the Company may prescribe at its discretion).

5. Subject to the Reporting Person's continuous service, 1/8th of the RSUs will vest on a quarterly basis beginning on August 15, 2022 (with all quarterly vesting events occurring on a "Company Vesting Date" of February 15, May 15, August 15, or November 15). Vested RSUs will settle on or following the vesting date, but in any event within 60 days following the vesting date (unless the Reporting Person and the Company have agreed in writing to a later settlement date pursuant to procedures the Company may prescribe at its discretion).

6. Subject to the Reporting Person's continuous service, 10% of the RSUs will vest on a quarterly basis beginning on May 15, 2023 (with all quarterly vesting events occurring on a "Company Vesting Date" of February 15, May 15, August 15, or November 15). Vested RSUs will settle on or following the vesting date, but in any event within 60 days following the vesting date (unless the Reporting Person and the Company have agreed in writing to a later settlement date pursuant to procedures the Company may prescribe at its discretion).

Remarks:

/s/ Marianne Lewis, Attorneyin-Fact <u>11/1</u>

Class A

Commo

Stock Class A

Comm

Stock

4,167

11,905

\$0.00

\$0.00

12,500

95,238

D

D

(5)

(6)

<u>11/17/2023</u>

** Signature of Reporting Person Date

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

 \ast 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.