SEC Form 4

FORM 4

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

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

1. Name and Address of Reporting Person* Priest Brady Patrick	2. Issuer Name **and** Ticker or Trading Symbol CLOVER HEALTH INVESTMENTS, CORP. /DE [CLOV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(Last)   (First)   (Middle)

C/O CLOVER HEALTH INVESTMENTS, CORP.
3401 MALLORY LANE, SUITE 210

(Street)

FRANKLIN   TN   37067

(City)   (State)   (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
10/31/2024

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

| Director | | 10% Owner | |
| Officer (give title below) ✓ | | Other (specify below) | |

CEO of Home Care

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 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	10/31/2024		F		100,320(1)	D	$4.12	2,550,698	D	

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. 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				

Explanation of Responses:

1. Represents shares of Class A Common Stock that were automatically withheld to cover tax obligations upon the vesting, on October 31, 2024, of 50% of the original number of time-based restricted stock units ("RSUs") granted to the Reporting Person on October 31, 2023, and timely reported on a Form 4 filed on November 2, 2023. The remaining RSUs vest in four equal quarterly installments, with the final vesting date occurring on October 31, 2025, subject to the continued service of the Reporting Person on each such vesting date.

Remarks:

/s/Peter J. Rivas as attorney-in-fact for Brady Priest   11/04/2024

** Signature of Reporting Person   Date