SEC For	m 4 FORM	Α		ידפ ח		2 01		RITIC	-	י חו	ХСПУ		COM	MIC					
		4	UNITED STATES SECURITIES AND EXCHANGE COMMI Washington, D.C. 20549																VAL
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).					ATEMENT OF CHANGES IN BENEFICIAL OWNER Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940											Estima	OMB Number: Estimated average burde hours per response:		3235-0287 n 0.5
1. Name and Address of Reporting Person <sup>*</sup> Just Brett						2. Issuer Name and Ticker or Trading Symbol <u>ContextLogic Inc.</u> [WISH]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) Chief Accounting Officer					
(Last) (First) (Middle) ONE SANSOME STREET, 33RD FLOOR						3. Date of Earliest Transaction (Month/Day/Year) 02/15/2023													
(Street) SAN FRANCISCO CA 94104					- 4. lf	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 Form filed by More than One Reporting Person					
(City)	<u> </u>																		
Table I - N   1. Title of Security (Instr. 3)				2. Transa Date (Month/E	action	tion 2A Ex y/Year) if a		Acurities Acq A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3		r	5. Amou Securitie Benefici Owned F	5. Amount of Securities Beneficially Owned Following		n: Direct or Indirect	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D) Prid		e	Transact	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Class A Common Stock 02/15/					/2023	2023		<b>M</b> <sup>(1)</sup>		53,386	,386 A		0.00	271,291		D			
Class A Common Stock 02/1					/2023	2023					29,782	29,782 <sup>(2)</sup> D <b>\$</b> 0.			51 241,509			D	
			Table II -								osed of, convertil				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemo Execution if any (Month/Da	Date,	Code (l		of Deri Sect Acq (A) o Disp of (E	umber vative urities uired or oosed D) (Instr. and 5)	6. Date Exercisabl Expiration Date (Month/Day/Year)		e	7. Title a of Secur Underly Derivatir (Instr. 3	rities ing ve Secur		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amor or Numl of Share	ber					
Restricted Stock Unit	\$0.00	02/15/2023			М			140	(3)(4)	,	08/19/2025	Class A Common Stock		0	\$0.00	410		D	
Restricted Stock Unit	\$0.00	02/15/2023			М			93	(3)(5)		05/02/2026	Class A Common Stock		3	\$0.00	186		D	
Restricted Stock Unit	\$0.00	02/15/2023			М			615	(3)(6)		11/22/2026	Class A Common Stock		5	\$0.00	3,690		D	
Restricted Stock Unit	\$0.00	02/15/2023			М			799	(3)(7)		09/28/2027	Class A Common Stock		9	\$0.00	15,181	l	D	
Restricted Stock Unit	\$0.00	02/15/2023			М			4,422	(3)(8)		(8)	Class A Common Stock		22	\$0.00	39,800	)	D	
Restricted Stock Unit	\$0.00	02/15/2023			М			18,382	(3)(9)		(9)	Class A Common Stock		82	\$0.00	55,147	7	D	
Restricted Stock Unit	\$0.00	02/15/2023			М			28,935	(3)(10	)	(10)	Class A Common Stock		35	\$0.00	115,74	1	D	
1. The Repor		ses: ceived Restricted Stor as of February 15-20		SUs") whi	ch repre	esent a	a contir	ngent right	t to receiv	e one s	share of Class	s A Comn	ion Stock	c for e	ach RSU. T	his reported	transa	ction represe	nts the

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

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

4. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continued service, 20% of the RSUs vested on May 1, 2019, and an additional 1/60th of the remaining RSUs vest monthly thereafter for a period of 5 years.

5. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continued service, 1/48th of the RSUs vest monthly for a period of 4 years beginning on May 1, 2019.

6. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continued service, 1/48th of the RSUs vest monthly for a period of 4 years beginning on September 1, 2019.

7. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continued service, 1/48th of the RSUs vest monthly for a period of 4 years beginning on October 1, 2020.

8. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continuous service, 6.25% of the RSUs will vest on a quarterly basis beginning on August 15, 2021 (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).

9. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continuous service, 12.5% 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, 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).

10. Each RSU represents a contingent right to receive one share of Issuer's Class A Common Stock. Subject to the Reporting Person's continuous service, 1/8th of the RSUs will vest on May 15, 2022, with an additional 1/8th of the RSUs vesting on each Company Vesting Date thereafter. A "Company Vesting Date" means 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, Attorney-

in-Fact

<u>02/17/2023</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.