

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001944119
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer GeneDx Holdings Corp.
SEC File Number 001-39482
Address of Issuer 333 Ludlow St, North Tower
6th Floor
Stamford
CONNECTICUT
06902
Phone 888-729-1206
Name of Person for Whose Account the Securities are To Be Sold Kevin Feeley

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Class A Common Stock	Morgan Stanley Smith Barney 2000 Westchester Avenue Purchase NY 10577-2530	3728	286139.35	27999453	12/16/2024	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the	Date you	Nature of	Name of	Is	Date	Amount of	Date of	Nature of
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Class	Acquired	Acquisition Transaction	Person from Whom Acquired	this a Gift?	Donor Acquired	Securities Acquired	Payment	Payment *
Class A Common Stock	12/16/2024	Restricted Stock Unit Vest	Issuer	<input type="checkbox"/>		3728	12/16/2024	N/A

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	12/09/2024	1137	86835.91
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	12/02/2024	263	20616.57
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	11/22/2024	9981	759241.94
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	11/21/2024	12019	886568.33
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	10/29/2024	274	18248.4
Kevin Feeley 333 Ludlow St, North Tower 6th Floor Stamford CT 06902	Class A Common Stock	09/16/2024	2635	99049.65

144: Remarks and Signature

Remarks Represents 3,728 shares to be sold on behalf of the Reporting Person to cover tax withholding obligations in connection with the vesting of restricted stock units, and shares sold in the past 3 months by the Reporting Person, including: 1) 4,309 shares sold to cover tax withholding obligations in connection with the vesting and settlement of RSUs to satisfy tax withholding obligations to be funded by a sell to cover transaction; and 2) 22,000 shares in connection with sales pursuant to the Reporting Persons Rule 10b5-1 trading plan adopted on August 21, 2024

Date of Notice 12/16/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Kevin Feeley

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)