UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

GeneDx Holdings Corp.

(Name of Issuer)

Class A Common Stock, par value \$0.0001 per share (Title of Class of Securities)

> 81663L101 (CUSIP Number)

John G. Finley Blackstone Inc.

345 Park Avenue New York, New York 10154 Tel: (212) 583-5000 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

> January 31, 2023 (Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSH	NO. 81003L10	1			
1	NAMES OF REPORTING PERSONS				
	BTO Sema4 H	Holdir	ngs L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) □ (b) ⊠				
3	SEC USE ON	ILY			
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
	00				
5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSHI	P OR	PLACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
N	UMBER OF		26,839,187		
	SHARES	8	SHARED VOTING POWER		
	NEFICIALLY		0		
0	WNED BY EACH	9	SOLE DISPOSITIVE POWER		
R	EPORTING	9	SOLE DISPOSITIVE FOWER		
	PERSON		26,839,187		
	WITH	10	SHARED DISPOSITIVE POWER		
	ACODEC				
11	AGGREGATI	e am	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	26,839,187				
12	CHECK IF T	HE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)	_	
	X				
13		F CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)		
14	3.4%	POPT	TING PERSON (SEE INSTRUCTIONS)		
14	TTE OF KE				
	PN				

1	NAMES OF REPORTING PERSONS			
	BTO Holdings Manager L.L.C.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
	(a) \Box (b) \boxtimes			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)			
	00			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
0	CHIZENSHII OKTEACE OF OKOANIZATION			
	Delaware			
	7 SOLE VOTING POWER			
1	NUMBER OF 26,839,187			
	SHARES 8 SHARED VOTING POWER			
В	ENEFICIALLY			
	OWNED BY 0			
	EACH 9 SOLE DISPOSITIVE POWER			
	REPORTING PERSON 26 839 187			
	20,000,107			
	WITH 10 SHARED DISPOSITIVE POWER			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	AUGREDATE AMOUNT BENEFICIALET OWNED DT EACH REFORTING LERSON			
	26,839,187			
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
	\boxtimes			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	3.4%			
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
1				

1	NAMES OF REPORTING PERSONS				
	Blackstone Tactical Opportunities Associates L.L.C.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a) 🗆 (b) 🛛			
3	SEC USE ON	JLY			
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
	00				
5		ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSHI	P OR	PLACE OF ORGANIZATION		
	Delaware				
	Delation	7	SOLE VOTING POWER		
N	UMBER OF		26,839,187		
	SHARES	8	SHARED VOTING POWER		
	ENEFICIALLY DWNED BY		0		
	EACH		SOLE DISPOSITIVE POWER		
F	REPORTING	-			
	PERSON		26,839,187		
	WITH	10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGAT	FАM	0 OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	100100/11				
	26,839,187				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	☑ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
15	FERCENTU	T ULA	ASS KEI KESENTED DI AWIOUNT IN KOW (11)		
	3.4%				
14	TYPE OF RE	PORT	ING PERSON (SEE INSTRUCTIONS)		
	00				

CUSII	NO. 81663L10	1			
1	NAMES OF REPORTING PERSONS				
	BTOA L.L.C				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) \Box (b) \boxtimes				
3	SEC USE ONLY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
	00				
5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
	_				
6	CHIZENSHI	POR	PLACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
N	UMBER OF		26,839,187		
	SHARES	8	SHARED VOTING POWER		
	NEFICIALLY WNED BY		0		
	EACH	9	SOLE DISPOSITIVE POWER		
R	EPORTING				
	PERSON		26,839,187		
	WITH	10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGAT	E AM	0 OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	noonlon				
	26,839,187				
12	CHECK IF T	HE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
12		ECI	A CC DEDDECENTED DV AMOUNT IN DOW (11)		
13	PERCENTO	f CL	ASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.4%				
14	TYPE OF RE	POR	TING PERSON (SEE INSTRUCTIONS)		
	00				
	00				

1	NAMES OF REPORTING PERSONS				
	Blackstone Family Tactical Opportunities Investment Partnership III ESC L.P.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a) \Box (b) \boxtimes				
3	SEC USE ONLY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
	00				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware				
	7 SOLE VOTING POWER				
Ν	IUMBER OF 162,309				
ות	SHARES 8 SHARED VOTING POWER ENEFICIALLY				
	DWNED BY 0				
	EACH 9 SOLE DISPOSITIVE POWER				
I	REPORTING PERSON 162 309				
	PERSON 162,309 WITH 10 SHARED DISPOSITIVE POWER				
	0				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	162,309				
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
15	TERCENT OF CEROS REFRESENTED BY ANNOUNT IN ROW (11)				
	< 0.1%				
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	PN				

1	NAMES OF REPORTING PERSONS				
	BTO Side-by-Side GP L.L.C.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a) 🗆 (b)	\boxtimes			
3	SEC USE ON	LY			
4	SOURCE OF	FUNDS (SEE INSTRUCTIONS)			
5	00 CHECK IE DI	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
5	CHECKIPDI	SCLOSORE OF LEGAL FROCEEDINGS IS REQUIRED FORSOANT TO HEMS 2(D) OR 2(E)			
6	CITIZENSHIP	POR PLACE OF ORGANIZATION			
	Delaware				
		7 SOLE VOTING POWER			
		162,309			
N	JUMBER OF	8 SHARED VOTING POWER			
BE	SHARES ENEFICIALLY				
	OWNED BY	0			
	EACH	9 SOLE DISPOSITIVE POWER			
R	REPORTING				
	PERSON WITH	162,309			
	vv 1111	10 SHARED DISPOSITIVE POWER			
		0			
11	AGGREGATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	nooneonie				
	162,309				
12	CHECK IF TH	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
	_				
10					
13	PERCENTOF	F CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	< 0.1%				
14		PORTING PERSON (SEE INSTRUCTIONS)			
	00				

1	NAMES OF REPORTING PERSONS			
	Blackstone Holdings III L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
	(a) \Box (b) \boxtimes			
2	SEC USE ON	IT X7		
3	SEC USE ON	ALY		
4	SOURCE OF	FUNDS (SEE INSTRUCTIONS)		
	00			
5	CHECK IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
	_			
6	CITIZENSHI	P OR PLACE OF ORGANIZATION		
	Delaware			
		7 SOLE VOTING POWER		
Ν	UMBER OF	27,001,496 8 SHARED VOTING POWER		
BE	SHARES ENEFICIALLY	8 SHARED VOTING FOWER		
	OWNED BY	0		
	EACH	9 SOLE DISPOSITIVE POWER		
R	REPORTING			
	PERSON WITH	27,001,496		
	WIIII	10 SHARED DISPOSITIVE POWER		
		0		
11	AGGREGATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	27,001,496			
12	CHECK IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	X			
13		F CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	3.4%			
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)			
	PN			

1	NAMES OF REPORTING PERSONS			
	Blackstone Holdings III GP L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)			
	(a) 🗆 (b)			
3	SEC USE ON			
5	SEC USE ON			
4	SOURCE OF	FUNDS (SEE INSTRUCTIONS)		
	00			
5	CHECK IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSHI	P OR PLACE OF ORGANIZATION		
	Delaware			
		7 SOLE VOTING POWER		
		27,001,496		
1	NUMBER OF SHARES	8 SHARED VOTING POWER		
B	ENEFICIALLY			
	OWNED BY	0		
	EACH	9 SOLE DISPOSITIVE POWER		
	REPORTING PERSON	27,001,496		
	WITH	10 SHARED DISPOSITIVE POWER		
		0		
11	AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	27,001,496			
12		HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
13	PERCENT O	F CLASS REPRESENTED BY AMOUNT IN ROW (11)		
1	3.4%			
14		PORTING PERSON (SEE INSTRUCTIONS)		
1	PN			

1	NAMES OF REPORTING PERSONS				
	Blackstone Holdings III GP Management L.L.C.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
	(a) 🗆 (b) 🛛			
2	GEO LIGE ON	11 37			
3	SEC USE ON	NLY			
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)				
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5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
(DOD	PLACE OF ORGANIZATION		
6	CITIZENSHI	POR	PLACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
			27,001,496		
N	UMBER OF SHARES	8	SHARED VOTING POWER		
BE	ENEFICIALLY				
(OWNED BY		0		
E	EACH REPORTING	9	SOLE DISPOSITIVE POWER		
r	PERSON		27,001,496		
	WITH	10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGAT	EAM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	27,001,496				
12					
13		ECL	ASS REPRESENTED BY AMOUNT IN ROW (11)		
15	FERCENTU	T ULA	ASS KERKESENTED DT AWOUNT IN KOW (11)		
	3.4%				
14	TYPE OF RE	PORT	TING PERSON (SEE INSTRUCTIONS)		
	00				

1	NAMES OF REPORTING PERSONS					
	Blackstone Tactical Opportunities Fund - FD L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b) \boxtimes					
3	SEC USE ONLY					
5						
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
	00					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
Ŭ						
	Delaware					
	7 SOLE VOTING POWER					
N	UMBER OF 555,497					
DI	SHARES 8 SHARED VOTING POWER					
	NEFICIALLY DWNED BY 0					
	EACH 9 SOLE DISPOSITIVE POWER					
F	EPORTING					
	PERSON 555,497					
	WITH 10 SHARED DISPOSITIVE POWER					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	AGOREGATE ANOONT DEMETICIALET OWNED DT EACH KETOKTING LEKSON					
	555,497					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
10						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	0.1%					
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
	PN					

CUSIP No.	81663L101
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1	NAMES OF REPORTING PERSONS					
	Blackstone Tactical Opportunities Associates III - NQ L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b) \boxtimes					
3	SEC USE ONLY					
4	SOURCE OF	FUNDS (SEE INSTRUCTIONS)				
	00					
5	CHECK IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
6	CITIZENSHI	P OR PLACE OF ORGANIZATION				
	Delaware					
		7 SOLE VOTING POWER				
		555,497				
N	UMBER OF SHARES	8 SHARED VOTING POWER				
	ENEFICIALLY					
(OWNED BY EACH	0 9 SOLE DISPOSITIVE POWER				
F	REPORTING	5 SOLE DISPOSITIVE TO WER				
	PERSON WITH	555,497				
	*****	10 SHARED DISPOSITIVE POWER				
		0				
11	AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	555,497					
12	CHECK IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	X					
13	_	F CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	0.10/					
14	0.1% TYPE OF RE	PORTING PERSON (SEE INSTRUCTIONS)				
1	PN					

COBI	NO. 81003L10	1				
1	NAMES OF REPORTING PERSONS					
	BTO DE GP	- NQ I	L.L.C.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b)) 🖂				
2	SEC USE ON	U V				
3	SEC USE ON	LY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
	00					
5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6		P O P	PLACE OF ORGANIZATION			
0	CHIZENSII	1 0K	I LACE OF ORDANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
			555 407			
N	UMBER OF	8	555,497 SHARED VOTING POWER			
BF	SHARES INEFICIALLY	0				
	OWNED BY		0			
	EACH	9	SOLE DISPOSITIVE POWER			
K	EPORTING PERSON		555,497			
	WITH	10	SJ3,497 SHARED DISPOSITIVE POWER			
		- •				
L			0			
11	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	555,497					
12		HE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
12						
13	PERCENT O	F CL	ASS REPRESENTED BY AMOUNT IN ROW (11)			
	0.1%					
14	TYPE OF RE	PORT	TING PERSON (SEE INSTRUCTIONS)			
	00					
1	OO					

1	NAMES OF REPORTING PERSONS					
	Blackstone Holdings II L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b) \boxtimes					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
	00					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Delaware 7 SOLE VOTING POWER					
	/ Sole vormorowek					
N	NUMBER OF 555,497					
DI	SHARES 8 SHARED VOTING POWER ENEFICIALLY					
	OWNED BY 0					
- T	EACH 9 SOLE DISPOSITIVE POWER					
ŀ	REPORTING PERSON 555,497					
WITH 10 SHARED DISPOSITIVE POWER						
11	0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
10	555,497					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	0.1%					
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
	DN					
	0.1%					
	PN					

	1	NAMES OF REPORTING PERSONS					
		Blackstone Aqua Master Sub-Fund, a sub-fund of Blackstone Global Master Fund ICAV					
	2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
		(a) □ (b) ⊠					
	3	SEC USE ON	ILY				
	4	SOURCE OF	FUN	DS (SEE INSTRUCTIONS)			
		WC					
	5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
		_					
	(
	6	CITIZENSHI	POR	PLACE OF ORGANIZATION			
		Ireland					
		Ireland	7	SOLE VOTING POWER			
			,	SOLL VOTING FOWER			
	N	UMBER OF		245,375			
	11	SHARES	8	SHARED VOTING POWER			
	BE	NEFICIALLY					
	OWNED BY			0			
		EACH	9	SOLE DISPOSITIVE POWER			
		EPORTING					
		PERSON WITH	10	245,375			
		*****	10	SHARED DISPOSITIVE POWER			
				0			
1	1	AGGREGAT	БУМ	0 OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
1	1	AGOREGAL		OUNT DEMERICIALET OWNED DT EACH REFORMING LERSON			
		245,375					
1	2		HE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
1	3	PERCENT O	F CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)			
		< 0.1%					
1	4 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)						
1		CO					

1	NAMES OF REPORTING PERSONS					
	Blackstone Alternative Solutions L.L.C.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b) \boxtimes					
3	SEC USE ON	JLY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
	00					
5	CHECK IF D	ISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6		P OR	PLACE OF ORGANIZATION			
	Delaware	7	SOLE VOTING POWER			
		,	SOLL FORMER			
Ν	UMBER OF		245,375			
BE	SHARES ENEFICIALLY	8	SHARED VOTING POWER			
	OWNED BY		0			
D	EACH EPORTING	9	SOLE DISPOSITIVE POWER			
K	PERSON		245,375			
	WITH	10	SHARED DISPOSITIVE POWER			
11	AGGREGAT	E AM	0 OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12	245,375		GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)			
12	CHECK IF I	пе А	GUREGATE AMOUNT IN KOW (11) EACLUDES CERTAIN SHAKES (SEE INSTRUCTIONS)			
13	PERCENT O	F CLA	ASS REPRESENTED BY AMOUNT IN ROW (11)			
	< 0.1%					
14	TYPE OF RE	PORT	ING PERSON (SEE INSTRUCTIONS)			
	OO, IA					

1	NAMES OF REPORTING PERSONS					
	Blackstone Holdings I L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) \Box (b) \boxtimes					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
т	Source of Fonds (see instructions)					
	00					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Delaware					
	7 SOLE VOTING POWER					
N	NUMBER OF 245,375					
	SHARES 8 SHARED VOTING POWER					
	ENEFICIALLY OWNED BY 0					
	EACH 9 SOLE DISPOSITIVE POWER					
F	REPORTING					
	PERSON 245,375					
	WITH 10 SHARED DISPOSITIVE POWER					
11	0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	245,375					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
12						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	< 0.1%					
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
	PN					

CUSII	No. 81663L10	1				
1	NAMES OF REPORTING PERSONS					
	Blackstone In					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) □ (b) ⊠					
3	SEC USE ON	ILY				
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
	OO, WC					
5	CHECK IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
6	CITIZENSHI	P OR PLACE OF ORGANIZATION				
	Delaware					
		7 SOLE VOTING POWER				
N	UMBER OF	27,802,368				
	SHARES	8 SHARED VOTING POWER				
	NEFICIALLY					
C	OWNED BY					
D	EACH EPORTING	9 SOLE DISPOSITIVE POWER				
N	PERSON	27,802,368				
	WITH	10 SHARED DISPOSITIVE POWER				
		0				
11	AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	27,802,368					
12	CHECK IF T	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	_					
13	PERCENT O	F CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	3.5%					
14	TYPE OF RE	PORTING PERSON (SEE INSTRUCTIONS)				
	CO					

1	NAMES OF REPORTING PERSONS					
	Blackstone Group Management L.L.C.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) 🗆 (b					
	GEO LIGE ON	11.37				
3	SEC USE ON	ILY				
4	SOURCE OF	FUNDS (SEE INSTRUCTIONS)				
	OO, WC					
5	CHECK IF D	ISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
	_					
6	CITIZENSHI	P OR PLACE OF ORGANIZATION				
	Delaware					
		7 SOLE VOTING POWER				
Ν	UMBER OF	27,802,368 8 SHARED VOTING POWER				
BE	SHARES ENEFICIALLY	8 SHARED VOTING FOWER				
	OWNED BY	0				
	EACH	9 SOLE DISPOSITIVE POWER				
R	REPORTING					
	PERSON WITH	27,802,368				
	W1111	10 SHARED DISPOSITIVE POWER				
		0				
11	AGGREGAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	77 002 260					
12	27,802,368	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
12	CHECK IF I	The AGOREGATE AMOUNT IN NOW (11) EACEODES CERTAIN SHARES (SEE INSTRUCTIONS)				
13	PERCENT O	F CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	2.50/					
14	3.5%	DODTING DEDSON (SEE INSTRUCTIONS)				
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)					
	00					

COSII	NO. 81663L10	1					
1	NAMES OF REPORTING PERSONS						
	Stephen A. So	chwarz	zman				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) □ (b) ⊠						
3	SEC USE ONLY						
4	SOURCE OF FUNDS (SEE INSTRUCTIONS)						
	OO, WC						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
6		POR	PLACE OF ORGANIZATION				
0	CHILENSIII						
	Delaware						
		7	SOLE VOTING POWER				
N	NUMBER OF SHARES		27,802,368 SHARED VOTING POWER				
	NEFICIALLY						
C	WNED BY	0	0 COLE DISDOSITIVE DOWED				
R	EACH EPORTING	9	SOLE DISPOSITIVE POWER				
IN IN	PERSON		27,802,368				
	WITH	10	SHARED DISPOSITIVE POWER				
		10					
			0				
11	AGGREGAT	E AM	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	27,802,368						
12	CHECK IF T	HE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				
	X						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
15							
	3.5%						
14	TYPE OF RE	PORT	TING PERSON (SEE INSTRUCTIONS)				
	IN						

This Amendment No. 3 ("<u>Amendment No. 3</u>") to Schedule 13D relates to the Class A common stock, par value \$0.0001 per share (the "<u>Class A</u> <u>Common Stock</u>"), of GeneDx Holdings Corp. (formerly known as Sema4 Holdings Corp., which was formerly known as CM Life Sciences, Inc.), a Delaware corporation (the "<u>Issuer</u>"), and amends and supplements the initial statement on Schedule 13D filed on August 30, 2021, as amended by Amendment No. 1 filed on January 20, 2022, and Amendment No. 2 filed on May 3, 2022 (as amended, the "<u>Schedule 13D</u>"). Capitalized terms used but not defined in this Amendment No. 3 shall have the same meanings ascribed to them in the Schedule 13D.

Explanatory Note: This Amendment No. 3 is filed due to the reduction in the percent of Class A Common Stock beneficially owned by the Reporting Persons because of an increase in the number of shares of Class A Common Stock outstanding resulting from registered offerings of such shares by the Issuer, which closed on January 31, 2023 (the "Issuer Offerings").

Item 1. Security and Issuer

Item 1 of the Schedule 13D is hereby amended and supplemented by the following:

Effective as of January 9, 2023, the Issuer changed its name from "Sema4 Holdings Corp." to "GeneDx Holdings Corp."

Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended by incorporating herein by reference the information set forth on the updated <u>Schedule I</u> attached to this Amendment No. 3.

Item 5. Interest in Securities of the Issuer

Items 5(a)-(c) and (e) of the Schedule 13D are hereby amended and restated as follows:

(a) and (b) Calculations of the percentage of the shares of Class A Common Stock beneficially owned assumes that there were 793,214,935 shares of Class A Common Stock outstanding as of January 31, 2023 (based on 386,795,130 shares outstanding as of November 4, 2022 as disclosed in the Issuer's Form 10-Q filed on November 14, 2022, plus 406,419,805 shares issued in the Issuer Offerings as disclosed by the Issuer in its press release dated January 31, 2023), and takes into account shares of Class A Common Stock underlying warrants beneficially owned by the Reporting Persons, as applicable.

The aggregate number and percentage of the Class A Common Stock beneficially owned by each Reporting Person and, for each Reporting Person, the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, or shared power to dispose or to direct the disposition are set forth on rows 7 through 11 and row 13 of the cover pages of this Schedule 13D, as of February 2, 2023, and are incorporated herein by reference.

None of the shares of Class A Common Stock underlying Earnout Rights are included in the beneficial ownership of the Reporting Persons because none of the related thresholds have been satisfied.

As of February 2, 2023,

(i) BTO Sema4 Holdings L.P. directly holds 26,839,187 shares of Class A Common Stock and Earnout Rights with respect to up to 3,203,218 shares of Class A Common Stock;

(ii) Blackstone Tactical Opportunities Fund – FD L.P. directly holds 555,497 shares of Class A Common Stock and Earnout Rights with respect to up to 66,297 shares of Class A Common Stock;

(iii) Blackstone Family Tactical Opportunities Investment Partnership III ESC L.P. directly holds 162,309 shares of Class A Common Stock and Earnout Rights with respect to up to 19,371 shares of Class A Common Stock; and

(iv) Blackstone Aqua Master Sub-Fund, a sub-fund of Blackstone Global Master Fund ICAV, directly holds 0 shares of Class A Common Stock and warrants to purchase 245,375 shares of Class A Common Stock which are exercisable within 60 days. Each warrant is exercisable to purchase one share of Class A Common Stock at a price of \$11.50 per share, subject to adjustment, and became exercisable September 3, 2021.

BTO Holdings Manager L.L.C. is the general partner of BTO Sema4 Holdings L.P. Blackstone Tactical Opportunities Associates L.L.C. is the managing member of BTO Holdings Manager L.L.C. BTOA L.L.C. is the sole member of Blackstone Tactical Opportunities Associates L.L.C.

BTO Side-by-Side GP L.L.C. is the general partner of Blackstone Family Tactical Opportunities Investment Partnership III ESC L.P. Blackstone Holdings III L.P. is the sole member of BTO Side-by-Side GP L.L.C. and the managing member of BTOA L.L.C.

Blackstone Holdings III GP L.P. is the general partner of Blackstone Holdings III L.P. Blackstone Holdings III GP Management L.L.C. is the general partner of Blackstone Holdings III GP L.P.

Blackstone Tactical Opportunities Associates III – NQ L.P. is the general partner of Blackstone Tactical Opportunities Fund – FD L.P. BTO DE GP – NQ L.L.C. is the general partner of Blackstone Tactical Opportunities Associates III – NQ L.P. Blackstone Holdings II L.P. is the managing member of BTO DE GP – NQ L.L.C.

Blackstone Alternative Solutions L.L.C. is the investment manager of Blackstone Aqua Master Sub-Fund, a sub-fund of Blackstone Global Master Fund ICAV. Blackstone Holdings I L.P. is the sole member of Blackstone Alternative Solutions L.L.C. Blackstone Holdings I/II GP L.L.C. is the general partner of Blackstone Holdings I L.P.

Blackstone Holdings I/II L.L.C. is the general partner of each of Blackstone Holdings I L.P. and Blackstone Holdings II L.P.

Blackstone Inc. is the sole member of each Blackstone Holdings I/II GP L.L.C. and Blackstone Holdings III GP Management L.L.C. The sole holder of the Series II preferred stock of Blackstone Inc. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.

Neither the filing of this Schedule 13D nor any of its contents shall be deemed to constitute an admission that any Reporting Person is the beneficial owner of the Class A Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose and each of the Reporting Persons expressly disclaims beneficial ownership of such shares of Class A Common Stock.

Any beneficial ownership of Class A Common Stock by any of the persons listed on Schedule I is set forth on Schedule I attached hereto.

(c) Except as set forth in this Schedule 13D, none of the Reporting Persons or, to the best knowledge of the Reporting Persons, any other person named in <u>Schedule I</u>, has effected any transaction in Class A Common Stock in the past 60 days ending February 2, 2023. During such period, sales of shares of Class A Common Stock and warrants exercisable for shares of Class A Common Stock were effected in broker transactions by Blackstone Aqua Master Sub-Fund, a sub-fund of Blackstone Global Master Fund ICAV, as follows:

Date (M/D/Y)	Security	Number of Shares or Warrants*	Price per Share or Warrant*	Price Ran	ge*
1/27/2023	Class A Common Stock	100,000	\$0.381472229	\$0.38	\$0.3896
1/27/2023	Warrants	170,141	\$0.020027317	\$0.02	\$0.0221
1/30/2023	Warrants	161,500	\$0.02	n/a	n/a
1/31/2023	Warrants	2,822	\$0.02	n/a	n/a
2/2/2023	Warrants	129,671	\$0.020185	\$0.02	\$0.0222

* Unless otherwise indicated, the number of securities reported represents an aggregate number of shares or warrants sold in multiple open market transactions over a range of prices, and the price per share or warrant reported represents the weighted average price (without regard to brokerage commissions). The Reporting Person undertakes to provide the staff of the SEC upon request, the number of shares or warrants sold by such Reporting Person at each separate price within the range.

(e) On January 31, 2023, following the closing of the Issuer Offerings, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Class A Common Stock outstanding.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 3, 2023

BTO SEMA4 HOLDINGS L.P.

By: BTO Holdings Manager L.L.C., its general partner

By: <u>/s/ Christopher J. James</u> Name: Christopher J. James Title: Manager

BTO HOLDINGS MANAGER L.L.C.

By: <u>/s/</u> Christopher J. James Name: Christopher J. James Title: Manager

BLACKSTONE TACTICAL OPPORTUNITIES ASSOCIATES, L.L.C. By: BTOA L.L.C., its sole member

By: /s/ Christopher J. James Name: Christopher J. James

Title: Chief Operating Officer

BTOA L.L.C.

By: <u>/s/ Christopher J. James</u> Name: Christopher J. James Title: Chief Operating Officer

BLACKSTONE FAMILY TACTICAL OPPORTUNITIES INVESTMENT PARTNERSHIP III ESC L.P.

By: BTO Side-by-Side GP L.L.C., its general partner

By: /s/ Christopher J. James

Name: Christopher J. James Title: Authorized Person

BTO SIDE-BY-SIDE GP L.L.C.

By: /s/ Christopher J. James

Name: Christopher J. James Title: Authorized Person

BLACKSTONE HOLDINGS III L.P.

By: Blackstone Holdings III GP L.P., its general partner By: Blackstone Holdings III GP Management L.L.C., its general partner

By: /s/ Tabea Hsi

Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE HOLDINGS III GP L.P.

By: Blackstone Holdings III GP Management L.L.C., its general partner

By: /s/ Tabea Hsi

Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE HOLDINGS III GP MANAGEMENT L.L.C.

By: /s/ Tabea Hsi Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE TACTICAL OPPORTUNITIES FUND —FD L.P.

By: Blackstone Tactical Opportunities Associates III—NQ L.P., its general partner By: BTO DE GP—NQ L.L.C., its general partner

By: <u>/s/</u> Christopher J. James Name: Christopher J. James Title: Chief Operating Officer

BLACKSTONE TACTICAL OPPORTUNITIES ASSOCIATES III—NO L.P.

By: BTO DE GP—NQ L.L.C., its general partner

By: /s/ Christopher J. James

Name: Christopher J. James Title: Chief Operating Officer

BTO DE GP-NQ L.L.C.

By: <u>/s/ Christopher J. James</u> Name: Christopher J. James Title: Chief Operating Officer

BLACKSTONE HOLDINGS II L.P.

By: Blackstone Holdings I/II GP L.L.C., its general partner

By: /s/ Tabea Hsi

Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE GLOBAL MASTER FUND ICAV Acting solely on behalf of its sub-fund BLACKSTONE AQUA MASTER SUB-FUND

By: Blackstone Alternative Solutions L.L.C., its investment manager

By: /s/ Jack Pitts

Name: Jack Pitts Title: Authorized Person

BLACKSTONE ALTERNATIVE SOLUTIONS L.L.C.

By: /s/ Jack Pitts Name: Jack Pitts Title: Authorized Person

BLACKSTONE HOLDINGS I L.P.

By: Blackstone Holdings I/II GP L.L.C., its general partner

By: /s/ Tabea Hsi Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE HOLDINGS I/II GP L.L.C.

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE INC.

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi Title: Senior Managing Director

BLACKSTONE GROUP MANAGEMENT L.L.C.

By: <u>/s/ Tabea Hsi</u> Name: Tabea Hsi Title: Senior Managing Director

Stephen A. Schwarzman

By: /s/ Stephen A. Schwarzman Name: Stephen A. Schwarzman

[GeneDx Holdings Corp. - Schedule 13D Amendment No. 3]

SCHEDULE I

Executive Officers and Directors of Blackstone Inc.

The name and principal occupation of each director and executive officer of Blackstone Inc. are set forth below. The address for each person listed below is c/o Blackstone Inc., 345 Park Avenue, New York, New York 10154. All executive officers and directors listed are United States citizens other than The Honourable Brian Mulroney, who is a citizen of Canada, and Sir John Antony Hood, who is a citizen of New Zealand.

OFFICERS:

Name	Present Principal Occupation or Employment			
Stephen A. Schwarzman	Founder, Chairman and Chief Executive Officer of Blackstone Inc.			
Jonathan D. Gray	President, Chief Operating Officer of Blackstone Inc.			
Michael S. Chae	Chief Financial Officer of Blackstone Inc.			
John G. Finley	Chief Legal Officer of Blackstone Inc.			

DIRECTORS:

Name	Present Principal Occupation or Employment			
Stephen A. Schwarzman	Founder, Chairman and Chief Executive Officer of Blackstone Inc.			
Jonathan D. Gray	President, Chief Operating Officer of Blackstone Inc.			
Kelly A. Ayotte	Former United States Senator from New Hampshire			
Joseph P. Baratta	Global Head of Private Equity at Blackstone Inc.			
James W. Breyer	Founder and Chief Executive Officer of Breyer Capital			
Reginald J. Brown	Partner for the law firm, Kirkland & Ellis			
Sir John Antony Hood	Former President and Chief Executive Officer of the Robertson Foundation and Former Chair of the Rhodes Trust			
Rochelle B. Lazarus	Chairman Emeritus & Former Chief Executive Officer, Ogilvy & Mather Worldwide			
The Right Honourable Brian Mulroney	Senior Partner for the Montreal law firm, Norton Rose Fulbright Canada LLP			
William G. Parrett	Retired CEO, Deloitte Touche Tohmatsu and retired Senior Partner, Deloitte (USA)			
Ruth Porat	Chief Financial Officer of Alphabet Inc. and Google Inc.			

Except as set forth in this Schedule 13D, to the best knowledge of the Reporting Persons, none of the individuals listed above beneficially owns any shares of Class A Common Stock.