FORM 3

C/O BLACKSTONE INC., 345 PARK AVENUE

NY

10154

(Street)

NEW YORK

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

OMB APPROVAL 3235-0104 OMB Number: Estimated average burden

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

State Clock all applicable) Director X 10% Owner Clock Applicable Director X 10% Owner Clock Applicable Director X 10% Owner Clock Applicable Director Dire	BTO Sema4 Holdings L.P. Requiring (Month/Da		2. Date of Ev Requiring Sta (Month/Day/\ 07/22/2021	atement /ear)	3. Issuer Name and Ticker or Trading Symbol Sema4 Holdings Corp. [SMFR]					
Officer (give interest)	C/O BLACKSTONE INC.,	/liddle)			Issuer (Check all applicable) Director X Officer (give		,	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One		
Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security (Instr. 4) 2. Amount of Securities Beneficially Owned (Instr. 4) 2. Amount of Securities Beneficially Owned (Instr. 5) 2. Amount of Securities Beneficially Owned (Instr. 5) 2. Amount of Securities Beneficially Owned (Instr. 5) 2. Date Security (Instr. 5) 3. Ownership Form: Direct (Instr. 5) 3. Ownership (Instr. 5) 3. Ownership form: Direct (Instr. 5) 3. Ownership (Instr. 5) 3. Ownership form: Direct (Instr. 5) 3. Ownership (Instr. 5) 4. See Footnotes (Instr. 12) 3. Ownership (Instr. 4) 4. See Footnotes (Instr. 12) 4. Onversion of Exercise (Instr. 5) 5. Ownership (Instr. 6) 5. Ownership form: Direct (Instr. 6) 5. Ownership (Instr. 6) 6. Nature of Indirect Beneficial were ship (Instr. 6) 6. Nature of Indirect Beneficial were ship (Instr. 6) 6. Nature of Indirect ownership (Instr. 6) 6. Nature of Indirect Beneficial were ship (Instr. 6) 6. Nature of Indirect Privative Securities Securities Securities (Instr. 6) 6. Nature of Indirect ownership (Instr. 6) 6. Nature of Indirect Privative Security (Instr. 6) 6. Ownership form: Direct (Instr. 6) 6. Ownership (Instr. 6) 6. Owners	(Street) NEW YORK NY 1						Other (specify			
2. Amount of Securities 2. Amount of Securities 3. Ownership (Porn: Direct (Porn			le I - Non-l	Deriva	ive Securi	ties Benefici	ally Owned			
Class A Common Stock				2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect				
Class A Common Stock Class A Common Stock Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 4) Date Expiration Date (Month/Day/Year) Warrants to purchase Class A Common Stock (right to buy) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock (8)(9)	Class A Common Stock				24,404,324		I	See Footn	notes ⁽¹⁾⁽⁵⁾⁽⁷⁾⁽¹⁰⁾⁽¹¹⁾⁽¹²⁾	
Class A Common Stock Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (instr. 4) 2. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Date (Month/Day/Year) Warrants to purchase Class A Common Stock (right to buy) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock Class A Common Stock (8)(9) 07/22/2023 Class A Common Stock (8)(9) 07/22/202	Class A Common Stock				505,095		Ι	See Footnotes ⁽²⁾⁽⁶⁾⁽⁷⁾⁽¹⁰⁾⁽¹¹⁾⁽¹²⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (instr. 4) 2. Date Expiration Date (Month/Day/Fear) 3. Title and Amount of Securities Underlying Derivative Security 3. Title and Amount of Securities Derivative Security 3. Title of Derivative Security 4. Conversion or Exercise Price of Derivative Security 5. Ownership Form: Direct (D) or Indirect (II) (Instr. 5) 4. Conversion or Exercise Price of Security 5. Ownership Form: Direct (D) or Indirect (II) (Instr. 5) 8. See Footnotes (4)(6)(7) 9. See Footnotes (4)(6)(7) 1. See Footnotes (4)(6)(7) 1. See Footnotes (4)(6)(7) 1. See Footnotes (4)(6)(7) 9. See Footnotes (4)(6)(7) 1. See Footnotes (4)(6)(7) 1	Class A Common Stock				147,574		Ι	See Footnotes ⁽³⁾⁽⁵⁾⁽⁷⁾⁽¹⁰⁾⁽¹¹⁾⁽¹²⁾		
1. Title of Derivative Security (Instr. 4) 2. Date Exercisable and Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security Date Expiration Date (Month/Day/Year) 3. Title and Amount of Securities Underlying Derivative Security Number of Shares Amount or Number of Security Period of Exercisable Expiration Date (Instr. 4) Warrants to purchase Class A Common Stock (right to buy) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 2,750,264(8)(9) 2,750,264(8)(9) (8)(9) 1 See Footnotes(1)(500) (11)(12) See Footnotes(2)(600) (11)(12) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock Stock 16,632(8)(9) 1 See Footnotes(2)(600) (11)(12) See Footnotes(2)(600) (11)(12) See Footnotes(3)(600) (11)(12) Land Amount of Securities Security Period of Exercisable and Expiration Date (Instr. 4) See Footnotes(3)(600) (11)(12) Land Amount of Securities Security Period of Exercise Point of Exercise Priod of Ex	Class A Common Stock			100,000 I		Ι	See Footnotes ⁽⁴⁾⁽⁶⁾⁽⁷⁾⁽¹⁰⁾⁽¹¹⁾⁽¹²⁾			
(Instr. 4) Expiration Date (Month/Day)Vear) Underlying Derivative Security (Instr. 4) Conversion of Exercise Price of Derivative Security (Instr. 5) Ownership Price of Derivative Security (Instr. 5) Deneficial Ownership Price of Derivative Security (Instr. 5) Peneficial Ownership Price of Operivative Security (Instr. 5) Direct (D) or Indirect Direct (D) or Indirect Security (Instr. 5) Direct (D) or Indirect Security (Instr. 5) <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>s)</td><td></td></t<>								s)		
Date ExercisableExpiration Date ExercisableItemsAmount or Number of SharesDerivative Securityor Indirect (i) (Instr. 5)Warrants to purchase Class A Common Stock (right to buy)09/05/202109/05/2027Class A Common Stock709,50911.5ISee Footnotes (4)(6)(3) (11)(12)Earnout Rights(8)(9)07/22/2023Class A Common Stock2,750,264(8)(9)(8)(9)ISee Footnotes (1)(5)(3) (11)(12)Earnout Rights(8)(9)07/22/2023Class A Common Stock56,922(8)(9)(8)(9)ISee Footnotes (2)(6)(3) (11)(12)Earnout Rights(8)(9)07/22/2023Class A Common Stock16,632(8)(9)(8)(9)ISee Footnotes (3)(5)(3) (11)(12)1. Name and Address of Reporting Person*11111	(Instr. 4) Expiration D		Date Underly		ying Derivative Security		Conversion or Exercise	Ownership Beneficia Form: (Instr. 5)	Beneficial Ownership	
A Common Stock (right to buy) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 2,750,264(8)(9) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 2,750,264(8)(9) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 56,922(8)(9) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 16,632(8)(9) I See Footnotes(1)(5)(3)(1)(1)(12) See Footnotes(2)(6)(3)(1)(1)(12) I See Footnotes(2)(6)(3)(1)(1)(12) I Name and Address of Reporting Person*				Title		Number of	Derivative	or Indirect	or Indirect	
Earnout Rights (8)(9) 07/22/2023 Stock 2,750,264(6)(9) (8)(9) I Stock (11)(12) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 56,922(8)(9) (8)(9) I See Footnotes(2)(6)(3) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 16,632(8)(9) I See Footnotes(3)(5)(3) 1. Name and Address of Reporting Person*	A Common Stock (right to	09/05/2021	09/05/2027	I .		709,509	11.5	I	See Footnotes ⁽⁴⁾⁽⁶⁾⁽⁷⁾⁽¹⁰⁾ (11)(12)	
Earnout Rights (8)(9) 07/22/2023 Stock 56,922(8)(9) (8)(9) I (11)(12) Earnout Rights (8)(9) 07/22/2023 Class A Common Stock 16,632(8)(9) I See Footnotes(3)(5)(3) 1. Name and Address of Reporting Person*	Earnout Rights	(8)(9)	07/22/2023	I .		2,750,264(8)(9)	(8)(9)	I	See Footnotes ⁽¹⁾⁽⁵⁾⁽⁷⁾⁽¹⁰⁾ (11)(12)	
Earnout Rights 0//22/2023 Stock 16,632(0)(9) 1 (11)(12) 1. Name and Address of Reporting Person*	Earnout Rights	(8)(9)	07/22/2023	l .		56,922(8)(9)	(8)(9)	I	See Footnotes ⁽²⁾⁽⁶⁾⁽⁷⁾⁽¹⁰⁾ (11)(12)	
	Earnout Rights	(8)(9)	07/22/2023			16,632(8)(9)	(8)(9)	I	See Footnotes ⁽³⁾⁽⁵⁾⁽⁷⁾⁽¹⁰⁾ (11)(12)	
BTO Sema4 Holdings L.P.	•	•	,						,	

(City)	(State)	(Zip)	
1. Name and Addi BTO Holdir	ess of Reporting F Igs Manager		
(Last) C/O BLACKS' 345 PARK AV		(Middle)	
(Street) NEW YORK	NY	10154	
(City)	(State)	(Zip)	
1. Name and Addr Blackstone ' Associates I	<u> Factical Opp</u>		
(Last) C/O BLACKS 345 PARK AV		(Middle)	
(Street) NEW YORK	NY	10154	
(City)	(State)	(Zip)	
(Last) C/O BLACKS	(First) TONE INC.	(Middle)	
345 PARK AV	ENUE ———————————————————————————————————		
		10154	
(Street)		10154 (Zip)	_
(Street) NEW YORK (City) 1. Name and Addr	NY (State)	(Zip) Person*	
(Street) NEW YORK (City) 1. Name and Addr	NY (State) ess of Reporting F Holdings III (First) TONE INC.	(Zip) Person*	
(Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS 345 PARK AV	NY (State) ess of Reporting F Holdings III (First) TONE INC. ENUE	(Zip) Person* L.P.	_
(Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS 345 PARK AV (Street)	NY (State) ess of Reporting F Holdings III (First) TONE INC. ENUE	(Zip) Person* L.P. (Middle)	
(Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS 345 PARK AV (Street) NEW YORK (City) 1. Name and Addr	NY (State) ess of Reporting F Holdings III (First) TONE INC. ENUE NY (State)	(Zip) Person* L.P. (Middle) 10154 (Zip) Person*	
(Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS 345 PARK AV (Street) NEW YORK (City) 1. Name and Addr	NY (State) Pess of Reporting F Holdings III (First) TONE INC. ENUE NY (State) Pess of Reporting F Holdings III (First) TONE INC.	(Zip) Person* L.P. (Middle) 10154 (Zip) Person*	
(Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS 345 PARK AV (Street) NEW YORK (City) 1. Name and Addr Blackstone (Last) C/O BLACKS	NY (State) ess of Reporting F Holdings III (First) TONE INC. ENUE NY (State) ess of Reporting F Holdings III (First) TONE INC. ENUE	(Zip) Person* L.P. (Middle) 10154 (Zip) Person* GP L.P.	

1. Name and Address of Reporting Person* Blackstone Holdings III GP Management L.L.C.							
(Last) C/O BLACKST 345 PARK AVE		(Middle)					
(Street) NEW YORK	NY	10154					
(City)	(State)	(Zip)					
Name and Address of Reporting Person* Blackstone Inc							
(Last) 345 PARK AVI	(First) ENUE	(Middle)					
(Street) NEW YORK	NY	10154					
(City)	(State)	(Zip)					
Name and Address of Reporting Person* Blackstone Group Management L.L.C.							
(Last) C/O BLACKST 345 PARK AVE		(Middle)					
(Street) NEW YORK	NY	10154					
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* SCHWARZMAN STEPHEN A							
(Last) C/O BLACKST 345 PARK AVI		(Middle)					
(Street) NEW YORK	NY	10154					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Reflects securities directly held by BTO Sema4 Holdings L.P. 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 managing member of Blackstone Tactical Opportunities Associates L.L.C.
- 2. Reflects securities of the Issuer held directly by Blackstone Tactical Opportunities Fund FD 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.
- 3. Reflects securities directly held by Blackstone Family Tactical Opportunistic Investment Partnership III ESC L.P. BTO Side-by-Side GP L.L.C. is the general partner of Blackstone Family Tactical Opportunistic Investment Partnership III ESC L.P.
- 4. Reflects securities directly held by Blackstone Aqua Master Sub-Fund, a sub-fund of Blackstone Global Master Fund ICAV. Blackstone Alternative Solutions L.L.C. is the investment manager of Blackstone Aqua Master Sub-Fund. Blackstone Holdings I L.P. is the sole member of Blackstone Alternative Solutions L.L.C.
- 5. Blackstone Holdings III L.P. is the managing member of BTOA L.L.C. and the sole member of BTO Side-by-Side GP L.L.C. Blackstone Holdings III GP L.P. is the general partner of Blackstone Holdings III L.P. Blackstone Holdings III GP L.P.
- 6. Blackstone Holdings I/II GP L.L.C. is the general partner of each of Blackstone Holdings I L.P. and Blackstone Holdings II L.P.
- 7. Blackstone Inc. is the sole member of each of 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.
- 8. Reflects Earnout Rights acquired pursuant to the business combination (the "Business Combination") between the Issuer (which was formerly known as CM Life Sciences, Inc. or "CMLS") and Mount Sinai Genomics, Inc. d/b/a Sema4 ("Sema4"), pursuant to the terms of an Agreement and Plan of Merger, dated February 9, 2021, (as amended, the "Merger Agreement"). The transactions contemplated by the Merger Agreement closed on July 22, 2021.

- 9. Pursuant to earnout provisions in the Merger Agreement, the Reporting Persons are entitled to receive shares of Class A Common Stock if, from the closing of the transaction until the second anniversary thereof, the volume-weighted average price of the Class A Common Stock equals or exceeds certain thresholds. Of these Earnout Rights, one-third will be issued if the volume-weighted average price of the Class A Common Stock equals or exceeds \$13.00 for any 20 trading days within any 30 trading day period, one-third will be issued if the volume-weighted average price of the Class A Common Stock equals or exceeds \$15.00 for any 20 trading days within any 30 trading day period, and one-third will be issued if the volume-weighted average price of the Class A Common Stock equals or exceeds \$18.00 for any 20 trading days within any 30 trading day period, in each case, subject to adjustment as provided in the Merger Agreement.
- $10. \ Due \ to \ the \ limitations \ of \ the \ electronic \ filing \ system \ certain \ Reporting \ Persons \ are \ filing \ a \ separate \ Form \ 3.$
- 11. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
- 12. Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

Remarks:

BTO SEMA4 HOLDINGS L.P., By: BTO Holdings Manager L.L.C., GP, By: BTOA L.L.C., indirect MM, By: Blackstone Holdings III L.P., MM, 08/30/2021 By: Blackstone Holdings III GP L.P., GP, By: Blackstone Holdings III GP Management L.L.C., GP, By: /s/Tabea Hsi, **SMD BTO HOLDINGS** MANAGER L.L.C., By: BTOA L.L.C., indirect MM, By: Blackstone Holdings III L.P., MM, By: Blackstone Holdings 08/30/2021 III GP L.P., GP, By: **Blackstone Holdings III** GP Management L.L.C., GP, By: /s/Tabea Hsi, **SMD BLACKSTONE TACTICAL OPPORTUNITIES** ASSOCIATES, L.L.C. By: BTOA L.L.C., MM, By: Blackstone Holdings III L.P., MM, By: 08/30/2021 Blackstone Holdings III GP L.P., GP, By: **Blackstone Holdings III** GP Management L.L.C., GP, By: /s/Tabea Hsi, **SMD** BTOA L.L.C., By: Blackstone Holdings III L.P., its managing member, By: Blackstone Holdings III GP L.P., its general partner, By: 08/30/2021 **Blackstone Holdings III** GP Management L.L.C., its general partner, By: <u>/s/Tabea Hsi, Senior</u> **Managing Director BLACKSTONE** HOLDINGS III L.P., By: **Blackstone Holdings III** GP L.P., its GP, By: Blackstone Holdings III 08/30/2021 GP Management L.L.C., its GP, By: /s/ Tabea Hsi, Name: Tabea Hsi, Title: Senior Managing Director

08/30/2021 **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., 08/30/2021

By: /s/ Tabea Hsi, Name:

Tabea Hsi, Title: Senior

Managing Director

BLACKSTONE INC., By:

/s/ Tabea Hsi, Name:

08/30/2021 Tabea Hsi, Title: Senior

Managing Director

BLACKSTONE GROUP

MANAGEMENT L.L.C.,

By: /s/ Tabea Hsi, Name: 08/30/2021

Tabea Hsi, Title: Senior

Managing Director

/s/ Stephen A.

08/30/2021 **Schwarzman**

** Signature of Reporting

Date

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

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.

^{*} If the form is filed by more than one reporting person, see Instruction 5 (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).