

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

<div>1. Name and Address of Reporting Person*</div> <div>BERRY CHRISTOPHER MICHAEL</div> <div>(Last) (First) (Middle)</div> <div>C/O SONDER HOLDINGS INC.</div> <div>500 E 84TH AVENUE, SUITE A-10</div> <div>(Street)</div> <div>THORNTON CO 80229</div> <div>(City) (State) (Zip)</div>	<div>2. Issuer Name and Ticker or Trading Symbol</div> <div>Sonder Holdings Inc. [SOND]</div>	<div>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</div> <div><div>X</div> Director 10% Owner</div> <div>Officer (give title below) Other (specify below)</div> <div>SVP, Chief Accounting Officer</div>	
	<div>3. Date of Earliest Transaction (Month/Day/Year)</div> <div>08/15/2023</div>		
	<div>4. If Amendment, Date of Original Filed (Month/Day/Year)</div>	<div>6. Individual or Joint/Group Filing (Check Applicable Line)</div> <div><div>X</div> Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>	
	<div>Rule 10b5-1(c) Transaction Indication</div> <div><input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.</div>		

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			
Common Stock	08/15/2023		M		125,000	A	(1)	216,000	D	
Common Stock	08/17/2023		P		18,180	A	\$0.49 ⁽²⁾	234,180	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)(3)	08/15/2023		M		125,000	(4)	(4)	Common Stock	125,000	\$0	375,000	D	

Explanation of Responses:

1. Each restricted stock unit, or RSU, represents a contingent right to receive one share of common stock.
2. The purchase executed in multiple transactions all at the same price per share. This does not represent a weighted average price.
3. The reporting person declined to have shares sold to cover the taxes associated with the vesting of restricted stock, and instead chose to personally pay cash in order to cover the required tax obligation.
4. RSUs vest 25% one year from the grant date and 1/16 quarterly thereafter, subject to continued employment.

Remarks:

/s/ Ruby Alexander Attorney-in-Fact for Christopher Michael

08/17/2023

Berry

** Signature of Reporting Person

Date

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

* 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.