FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL Washington, D.C. 20549

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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

or Section 30(h) of the Investment Company Act of 1940												
Name and Address of Reporting Pe SC Master Holdings, LLC	2. Date of Event Requiring Statement (Month/Day/Year) 07/11/2022		ement	3. Issuer Name and Ticker PROKIDNEY CO								
(Last) (First) (Middle) 506 SANTA CRUZ AVENUE, SUITE 300					Relationship of Reporting Issuer (Check all applicable) Director	Person(s) to		5. If Amendment, Date of Original Filed (Month/Day/Year)				
(Street) MENLO PARK CA 9402:	5				Officer (give title below)		specify	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person				
(City) (State) (Zip)												
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)					Beneficially Owned (Instr. For (D)					l. Nature of Indirect Beneficial Ownership (Instr. 5)		
Class A ordinary shares					13,273,000		D ⁽¹)(2)				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr.	2. Date Exercisable and Expiration Date (Month/Day/Year)			3. Title and Amount of Se Underlying Derivative Sec (Instr. 4)				rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
		Date Expiratio Exercisable Date			Title	Amount or Number of Shares		Derivative Security		or Indirect (I) (Instr. 5)	5,	
1. Name and Address of Reporting Pe SC Master Holdings, LLC			_									
(Last) (First) (Middle)												
506 SANTA CRUZ AVENUE,	SUITE	300	_									
(Street) MENLO PARK CA 94025												
(City) (State)	(Zip))										
1. Name and Address of Reporting Person* SC PIPE Holdings LLC												
(Last) (First) (Middle) 506 SANTA CRUZ AVENUE, SUITE 300												
(Street) MENLO PARK CA	940	25										

Explanation of Responses:

(State)

(Zip)

(City)

2. SC Master Holdings is the sole member of SC PIPE Holdings. SC Master Holdings may be deemed to beneficially own shares held by SC PIPE Holdings by virtue of its direct interest in SC PIPE Holdings or its control over SC PIPE Holdings, as the case may be.

Remarks:

The inclusion of the securities in this report shall not be deemed an admission by the reporting person of beneficial ownership of all of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose or that any of the transactions reported herein are subject to Section 16.

SC MASTER HOLDINGS, LLC and SC

PIPE HOLDINGS LLC, 07/20/2022

Date

By: /s/ James Ryans, as Authorized Signatory

** Signature of Reporting

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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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