

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Control Empresarial de Capitales S.A. de C.V.</u>  (Last) (First) (Middle) PASEO DE LAS PALMAS 781, PISO 3 LOMAS DE CHAPULTEPEC  (Street) CIUDAD DE MEXICO O5 11000  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PROKIDNEY CORP. [ PROK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Add'l Rep. Persons-see Ex.99-1</u>
	3. Date of Earliest Transaction (Month/Day/Year) 03/13/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		Rule 10b5-1(c) Transaction Indication  <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.

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			
Class A Ordinary Shares (as defined in Exhibit 99.1 hereto)	03/13/2024		P		50,000	A	\$1.5018 <sup>(1)</sup>	63,168,645 <sup>(6)(7)(8)</sup>	D <sup>(9)</sup>	
Class A Ordinary Shares (as defined in Exhibit 99.1 hereto)	03/14/2024		P		50,000	A	\$1.3585 <sup>(2)</sup>	63,218,645 <sup>(6)(7)(8)</sup>	D <sup>(9)</sup>	
Class A Ordinary Shares (as defined in Exhibit 99.1 hereto)	03/20/2024		P		33,000	A	\$1.3973 <sup>(3)</sup>	63,251,645 <sup>(6)(7)(8)</sup>	D <sup>(9)</sup>	
Class A Ordinary Shares (as defined in Exhibit 99.1 hereto)	03/22/2024		P		14,000	A	\$1.399 <sup>(4)</sup>	63,265,645 <sup>(6)(7)(8)</sup>	D <sup>(9)</sup>	
Class A Ordinary Shares (as defined in Exhibit 99.1 hereto)	03/25/2024		P		30,000	A	\$1.4318 <sup>(5)</sup>	63,295,645 <sup>(6)(7)(8)</sup>	D <sup>(9)</sup>	

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	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.4900 to \$1.5018 inclusive. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission (the "SEC"), upon request, full information regarding the shares sold at each separate price within the range set forth in this footnote (1) to this Form 4.
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.3550 to \$1.3600 inclusive. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the shares sold at each separate price within the range set forth in this footnote (2) to this Form 4.
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.3890 to \$1.4000 inclusive. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the shares sold at each separate price within the range set forth in this footnote (3) to this Form 4.
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.3800 to \$1.4000 inclusive. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the shares sold at each separate price within the range set forth in this footnote (4) to this Form 4.
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.4300 to \$1.4399 inclusive. The reporting persons undertake to provide the issuer, any security holder of the issuer, or the staff of the SEC, upon request, full information regarding the shares sold at each separate price within the range set forth in this footnote (5) to this Form 4.
- Includes 63,118,645 Class B Ordinary Shares, \$0.0001 par value per share (the "Class B Ordinary Shares"), each of which has no economic rights but entitles the reporting person to vote on all matters on which shareholders of the issuer vote and may, at the election of the reporting person and subject to the limitations set forth in the Exchange Agreement and the Second Amended and Restated Company Partnership Agreement (each as defined and as described in the issuer's Definitive Proxy Statement filed with the SEC on June 10, 2022), be exchanged, together with the paired Common Unit in ProKidney LP (a "Common Unit"), for a Class A Ordinary Share on a one-for-one basis. The reporting person beneficially owns 63,118,645 Common Units.
- Excludes 6,999,999 Earnout Rights received pursuant to the terms of the Business Combination Agreement by and between the issuer and ProKidney LP, dated as of January 18, 2022 (the "Business Combination Agreement"). Pursuant to the earnout provisions of the Business Combination Agreement, the reporting person is entitled to receive earnout restricted Common Units ("Earnout RCUs") and earnout restricted Class B Ordinary Shares ("Earnout RSRs" and together with the Earnout RCS, the "Earnout Rights") that vest in three equal tranches based on the achievement of share price milestones set forth in footnote (8) below. Once vested, the Earnout RCUs will automatically convert into Common Units and the Earnout RSRs will automatically convert into Class B Ordinary Shares, which, as noted in footnote (6) above, may be exchanged for Class A Ordinary Shares at the election of the reporting person.
- One-third of the Earnout Rights will vest upon the volume weighted average price ("VWAP") of a Class A Ordinary Share reaching \$15.00 per share for any 20 trading days over any consecutive 30 day trading period, an additional one-third of the Earnout Rights will vest upon the VWAP of a Class A Ordinary Share reaching \$20.00 per share for any 20 trading days over any consecutive 30 day trading period and the final one-third of the Earnout Rights will vest upon the VWAP of a Class A Ordinary Share reaching \$25.00 per share for any 20 trading days over any consecutive 30 day trading period, in each case, such share price milestone must be achieved by the fifth anniversary of the closing of the transactions contemplated by the Business Combination Agreement.
- See attached Exhibit 99.1 to this Form 4, which is hereby incorporated herein by reference.

/s/ MARCO ANTONIO SLIM  
DOMIT, ATTORNEY-IN- 05/16/2024  
FACT

\*\* 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.**

Name and Address of Additional Reporting Persons:

Mr. Carlos Slim Helú, Mr. Carlos Slim Domit, Mr. Marco Antonio Slim Domit, Mr. Patrick Slim Domit, Ms. María Soumaya Slim Domit, Ms. Vanessa Paola Slim Domit and Ms. Johanna Monique Slim Domit (collectively, the “Slim Family”), each with the following address:

Paseo de Las Palmas #736  
Colonia Lomas de Chapultepec  
11000 Ciudad de México, México

Explanation of Responses:*Beneficial Ownership*

As of the date of this filing, (i) Control Empresarial de Capitales S.A. de C.V. (“Control Empresarial”) owns 63,295,645 shares of Class A Ordinary Stock, \$0.0001 par value per share (the “Class A Ordinary Shares”) and (ii) the Slim Family, which are beneficiaries of a Mexican trust that in turn owns all of the issued and outstanding voting equity securities of Control Empresarial, may be deemed to beneficially own indirectly the Class A Ordinary Shares beneficially owned by Control Empresarial. The Class A Ordinary Shares beneficially owned by Control Empresarial constitute approximately 27.3% of the 231,698,039 total shares issued and outstanding, comprising 63,923,230 Class A Ordinary Shares and 167,774,809 Class B Ordinary Shares, \$0.0001 par value per share (the “Class B Ordinary Shares”), as reported in the Form 10-Q filed by the Issuer with the Securities and Exchange Commission (“SEC”) on May 10, 2024. As a result, the Slim Family may also be deemed to beneficially own approximately 27.3% of the 231,698,039 total shares issued and outstanding, comprising 63,923,230 Class A Ordinary Shares and 167,774,809 Class B Ordinary Shares, as reported in the Form 10-Q filed by the Issuer with the SEC on May 10, 2024.

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**Signature Page**

Carlos Slim Helú

Carlos Slim Domit

Marco Antonio Slim Domit

Patrick Slim Domit

Maria Soumaya Slim Domit

Vanessa Paola Slim Domit

Johanna Monique Slim Domit

CONTROL EMPRESARIAL DE CAPITALS S.A.  
DE C.V.

By: Víctor Manuel Gutierrez Lopez  
Title: Attorney-in-Fact

By: /s/ Marco Antonio Slim Domit

Marco Antonio Slim Domit

*Attorney-in-Fact\**

May 16, 2024

\* See the Powers of Attorney for the members of the Slim Family and Control Empresarial, which are filed as exhibits to the Schedule 13D/A filed by the Slim Family and Control Empresarial with the SEC on February 3, 2022 in connection with their beneficial ownership of American Depositary Shares, each representing 20 Series L Shares of América Móvil, S.A.B. de C.V., are hereby incorporated herein by reference.

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