

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

**SomaLogic, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**52-4298912**

(I.R.S. Employer  
Identification No.)

**2945 Wilderness Place  
Boulder, CO 80301**

(Address of Principal Executive Offices, including Zip Code)

**SomaLogic, Inc. 2009 Equity Incentive Plan  
SomaLogic, Inc. 2017 Equity Incentive Plan  
SomaLogic, Inc. 2021 Omnibus Incentive Plan  
SomaLogic, Inc. 2021 Employee Stock Purchase Plan  
Option Agreements Outside of Equity Incentive Plan**  
(Full titles of plans)

**Roy Smythe  
Chief Executive Officer  
SomaLogic, Inc.  
2945 Wilderness Place  
Boulder, Colorado 80301  
(303) 625-9000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

*Copies to:*

**Charles D. Maguire, Jr.  
Tyler F. Mark  
Bryan Cave Leighton Paisner LLP  
1700 Lincoln Avenue  
Denver, CO 80203  
(303) 861-7000**

**Ruben Gutierrez  
General Counsel  
2945 Wilderness Place,  
Boulder, Colorado 80301  
(303) 625-9000**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer   
Non-accelerated filer

Accelerated filer   
Smaller reporting company   
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act

#### EXPLANATORY NOTE

This Post-Effective Amendment No. 1 to Registration Statement on Form S-8 (this "Registration Statement") is being filed pursuant to Rule 462(d) solely to update the Consent of Independent Auditors by Ernst & Young LLP, included as Exhibit 23.1 to the Registration Statement on Form S-8 (File No. 333-260892) filed with the Securities and Exchange Commission on November 9, 2021 (the "Original Filing").

Except as described above, this Registration Statement does not update, amend or modify any other information, statement or disclosure contained in the Original Filing. No additional securities are to be registered, and registration fees were paid upon filing of the Original Filing.

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**PART II**  
**INFORMATION REQUIRED IN THE REGISTRATION STATEMENT**

**Item 8. Exhibits.**

Reference is made under this Item 8 to the exhibit index included in this Registration Statement.

**Exhibit Index**

<b>Exhibit Number</b>	<b>Exhibit Description</b>
23.1	<a href="#">Consent of Independent Registered Public Accounting Firm.</a>
24.1	<a href="#">Power of Attorney (reference is made to the signature page of the Original Filing).</a>

## Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the above-referenced Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boulder, Colorado, on September 23, 2022.

### SOMALOGIC, INC.

By: /s/ Roy Smythe  
Roy Smythe  
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the date indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
* <u>Roy Smythe</u>	Chief Executive Officer and Director (Principal Executive Officer)	September 23, 2022
<u>/s/ Shaun Blakeman</u> Shaun Blakeman	Chief Financial Officer (Principal Financial and Accounting Officer)	September 23, 2022
* <u>Robert Barchi</u>	Director	September 23, 2022
* <u>Eli Casdin</u>	Director	September 23, 2022
* <u>Troy Cox</u>	Director	September 23, 2022
* <u>Charles M. Lillis</u>	Director	September 23, 2022
* <u>Anne Margulies</u>	Director	September 23, 2022
* <u>Ted Meisel</u>	Director	September 23, 2022
* <u>Richard Post</u>	Director	September 23, 2022

\* By: /s/ Shaun Blakeman  
Shaun Blakeman  
Attorney-in-Fact

/s/ Ruben Gutierrez  
Ruben Gutierrez  
Attorney-in-Fact

**Consent of Independent Registered Public Accounting Firm**

We consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-260892) pertaining to the SomaLogic, Inc. 2009 Equity Incentive Plan, SomaLogic, Inc. 2017 Equity Incentive Plan, SomaLogic, Inc. 2021 Omnibus Incentive Plan, SomaLogic, Inc. 2021 Employee Stock Purchase Plan, and Option Agreements Outside of Equity Incentive Plan of our report dated March 29, 2022, with respect to the consolidated financial statements of SomaLogic, Inc. included in its Annual Report (Form 10-K) for the year-ended December 31, 2021, filed with the Securities and Exchange Commission.

/s/ Ernst & Young LLP

Denver, Colorado  
September 23, 2022