



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

October 5, 2023

Justin Ferrero  
Chief Financial Officer  
Sharecare, Inc.  
255 East Paces Ferry Road NE, Suite 700  
Atlanta, Georgia 30305

**Re: Sharecare, Inc.**  
**Form 10-K filed March 31, 2023**  
**Response dated August 7, 2023**  
**Response dated September 29, 2023**  
**File No. 001-39535**

Dear Justin Ferrero:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

Division of Corporation Finance  
Office of Industrial Applications and  
Services