

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).

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

1. Name and Address of Reporting Person * <u>Rosella Holdings Ltd</u> (Last) (First) (Middle) TRAFALGAR COURT, 3RD FLOOR, WEST WING LES BANQUES (Street) ST PETER PORT Y7 GY1 2JA (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lightning eMotors, Inc. [ZEV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/11/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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	11/11/2022		S		1,300,000	D	\$1.1001	7,571,903 ⁽¹⁾	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		(A)	(D)					

1. Name and Address of Reporting Person *

Rosella Holdings Ltd

(Last) (First) (Middle)

TRAFALGAR COURT, 3RD FLOOR, WEST WING
LES BANQUES

(Street)

ST PETER PORT Y7 GY1 2JA

(City) (State) (Zip)

1. Name and Address of Reporting Person *

International Co Management Ltd

(Last) (First) (Middle)

TRAFALGAR COURT, 3RD FLOOR, WEST WING
LES BANQUES

(Street)

ST PETER PORT Y7 GY1 2JA

(City) (State) (Zip)

1. Name and Address of Reporting Person *

Portman Welbeck Ltd

(Last) (First) (Middle)

TRAFALGAR COURT, 3RD FLOOR, WEST WING
LES BANQUES

(Street)

ST PETER PORT Y7 GY1 2JA

(City)

(State)

(Zip)

Explanation of Responses:

1. These securities are held directly by Rosella Holdings Limited, the directors of Rosella Holdings Limited, International Company Management Limited and Portman Welbeck Limited disclaim beneficial ownership of such securities.

Alison Wyser

11/15/2022

** 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.