

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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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 *	2. Issuer Name and Ticker or Trading Symbol <b>SAFE &amp; GREEN HOLDINGS CORP. [ SGBX ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<u>Shaw John William</u>		Director <input checked="" type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/23/2023</b>	Officer (give title below) Other (specify below)
1005 E. LAS TUNAS DR. #116		
(Street)		
SAN GABRIEL CA 91776		
(City) (State) (Zip)		
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
		<input checked="" type="checkbox"/> Form filed by One Reporting Person
		Form filed by More than One Reporting Person
	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)	3A. 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	04/06/2023		C <sup>(1)</sup>		162,100	A	\$2	4,452,100 <sup>(3)</sup>	D	
Common Stock	04/12/2023		C <sup>(2)</sup>		2,500	A	\$2	4,454,600 <sup>(3)</sup>	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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Short Put Option (obligation to buy)	\$2	04/06/2023		C <sup>(1)</sup>	1,621	(4)	05/19/2023	Common Stock	162,100	\$0.7	3,712	D		
Short Put Option (obligation to buy)	\$2	04/12/2023		C <sup>(2)</sup>	25	(4)	05/19/2023	Common Stock	2,500	\$0.7	3,687	D		

## Explanation of Responses:

1. The counterparty to certain of the Reporting Person's outstanding short put options exercised such options and the Reporting Person was obligated to purchase these shares at an exercise price of \$2.00 per share.
2. The counterparty to certain of the Reporting Person's outstanding short put options exercised such options and the Reporting Person was obligated to purchase these shares at an exercise price of \$2.00 per share.
3. This amount includes the rights and/or the obligations to purchase 1,676,000 shares in the aggregate that are exercisable subject to various call and put option contracts.
4. Denotes option exercisable at any time prior to the expiration date.

/s/ John William Shaw

04/27/2023

\*\* 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.