

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No.)*

EVOLV TECHNOLOGIES HOLDINGS, INC.

(Name of Issuer)

Class A Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

30049H102

(CUSIP Number)

Peter Hebert
Lux Capital Management, LLC
920 Broadway, 11th Floor
New York, NY 10010
(646) 475-4385

with copies to:
Robert G. Minion, Esq.
Lowenstein Sandler LLP
1251 Avenue of the Americas
New York, New York 10020
(646) 414-6930

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

July 16, 2021

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §240.13d-1(e), §240.13d-1(f) or §240.13d-1(g), check the following box.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934, as amended ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 30049H102

1. Names of reporting persons

Lux Venture Partners III, LLC

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only

4. Source of funds (see instructions)

AF

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization Delaware

Number of
shares beneficially
owned by

7. Sole voting power

0

8. Shared voting power

10,530,915*

each reporting person with	9. Sole dispositive power	0
	10. Shared dispositive power	10,530,915*
11. Aggregate amount beneficially owned by each reporting person		10,530,915*
12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions) []		
13. Percent of class represented by amount in Row (11)		7.4%*
14. Type of reporting person (see instructions)		HC

*Lux Ventures III, L.P. ("LVIII") and Lux Ventures III Special Founders Fund, L.P. ("LVSFF") directly own an aggregate of 10,530,915 shares of Class A common stock, par value \$0.0001 per share ("Common Stock"), of Evolv Technologies Holdings, Inc. (the "Issuer"), representing approximately 7.4% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. Lux Venture Partners III, LLC ("LVPIII") is the general partner of both LVIII and LVSFF and exercises voting and dispositive power over the shares of Common Stock owned by each of LVIII and LVSFF. Peter Hebert and Joshua Wolfe are the individual managing members of LVPIII and may be deemed to beneficially own the aggregate 10,530,915 shares of Common Stock owned directly by LVIII and LVSFF, or 7.4% of the shares of Common Stock deemed issued and outstanding as of the filing date of this report (the "Report Date").

This report shall not be deemed an admission that LVPIII is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LVPIII disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons		
	Lux Ventures III, L.P.	
2. Check the appropriate box if a member of a group (see instructions) (a) [] (b) []		
3. SEC Use Only		
4. Source of funds (see instructions)		
	WC	
5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) []		
6. Citizenship or place of organization	Delaware	
Number of shares beneficially owned by each reporting person with	7. Sole voting power	10,524,565*
	8. Shared voting power	0
	9. Sole dispositive power	10,524,565*
	10. Shared dispositive power	0
11. Aggregate amount beneficially owned by each reporting person		10,524,565*
12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions) []		
13. Percent of class represented by amount in Row (11)		7.4%*
14. Type of reporting person (see instructions)		PN

*LVIII directly owns 10,524,565 shares of Common Stock, representing approximately 7.4% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. LVPIII is the general partner of LVIII and exercises voting and dispositive power over the shares of Common Stock owned by LVIII. Peter Hebert and Joshua Wolfe are the individual managing members of LVPIII and may be deemed to beneficially own the 10,524,565 shares of the Common Stock owned directly by LVIII, or 7.4% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LVIII is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LVIII disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons

Lux Ventures III Special Founders Fund, L.P.

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only

4. Source of funds (see instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization Delaware

Number of shares beneficially owned by each reporting person with	7. Sole voting power	6,350*
	8. Shared voting power	0
	9. Sole dispositive power	6,350*
	10. Shared dispositive power	0

11. Aggregate amount beneficially owned by each reporting person 6,350*

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) 0.0%*

14. Type of reporting person (see instructions) PN

*LVSFF directly owns 6,350 shares of Common Stock, representing less than 0.1% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. LVPIII is the general partner of LVSFF and exercises voting and dispositive power over the shares of Common Stock owned by LVSFF. Peter Hebert and Joshua Wolfe are the individual managing members of LVPIII and may be deemed to beneficially own the 6,350 shares of the Common Stock owned directly by LVSFF, or less than 0.1% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LVSFF is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LVSFF disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons

Lux Venture Partners Cayman III, LLC

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only

4. Source of funds (see instructions)

AF

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization Cayman Islands

Number of shares beneficially owned by each reporting person with	7. Sole voting power	0
	8. Shared voting power	387,039*
	9. Sole dispositive power	0
	10. Shared dispositive power	387,039*

11. Aggregate amount beneficially owned by each reporting person 387,039*

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) 0.3%*

14. Type of reporting person (see instructions) HC

*Lux Ventures Cayman III, L.P. ("LVCIH") directly owns 387,039 shares of the Issuer's Common Stock, representing approximately 0.3% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. Lux Venture Partners Cayman III, LLC ("LVPCIII") is the general partner of LVCIH and exercises voting and dispositive power over the shares of Common Stock owned by LVCIH. Peter Hebert and Joshua Wolfe are the individual managing members of LVPCIII and may be deemed to beneficially own the 387,039 shares of Common Stock owned directly by LVCIH, or 0.3% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LVPCIII is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LVPCIII disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons

Lux Ventures Cayman III, L.P.

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only

4. Source of funds (see instructions)

WC

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization Cayman Islands

Number of shares beneficially owned by each reporting person with	7. Sole voting power	387,039*
	8. Shared voting power	0
	9. Sole dispositive power	387,039*
	10. Shared dispositive power	0

11. Aggregate amount beneficially owned by each reporting person 387,039*

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) 0.3%*

14. Type of reporting person (see instructions) PN

*LVCIII directly owns 387,039 shares of Common Stock, representing 0.3% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. LVPCIII is the general partner of LVCIII and exercises voting and dispositive power over the shares of Common Stock owned by LVCIII. Peter Hebert and Joshua Wolfe are the individual managing members of LVPCIII and may be deemed to beneficially own the 387,039 shares of the Common Stock owned directly by LVCIII, or 0.3% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LVCIII is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LVCIII disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons

Lux Co-Invest Partners, LLC

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only

4. Source of funds (see instructions)

AF

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization Delaware

Number of shares beneficially owned by each reporting person with	7. Sole voting power	0
	8. Shared voting power	1,973,158*
	9. Sole dispositive power	0
	10. Shared dispositive power	1,973,158*

11. Aggregate amount beneficially owned by each reporting person 1,973,158*

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) 1.4%*

14. Type of reporting person (see instructions) HC

*Lux Co-Invest Opportunities, L.P. ("LCIO") directly owns 1,973,158 shares of the Issuer's Common Stock, representing approximately 1.4% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. Lux Co-Invest Partners, LLC ("LCIP") is the general partner of LCIO and exercises voting and dispositive power over the shares of Common Stock owned by LCIO. Peter Hebert and Joshua Wolfe are the individual managing members of LCIP and may be deemed to beneficially own the 1,973,158 shares of Common Stock owned directly by LCIO, or 1.4% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LCIP is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LCIP disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons

Lux Co-Invest Opportunities, L.P.

2. Check the appropriate box if a member of a group (see instructions)

(a) (b)

3. SEC Use Only		
4. Source of funds (see instructions)		
WC		
5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)		
[]		
6. Citizenship or place of organization Delaware		
Number of shares beneficially owned by each reporting person with	7. Sole voting power	1,973,158*
	8. Shared voting power	0
	9. Sole dispositive power	1,973,158*
	10. Shared dispositive power	0
11. Aggregate amount beneficially owned by each reporting person		1,973,158*
12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)		
[]		
13. Percent of class represented by amount in Row (11)		1.4%*
14. Type of reporting person (see instructions)		PN

*LCIO directly owns 1,973,158 shares of Common Stock, representing 1.4% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. LCIP is the general partner of LCIO and exercises voting and dispositive power over the shares of Common Stock owned by LCIO. Peter Hebert and Joshua Wolfe are the individual managing members of LCIP and may be deemed to beneficially own the 387,039 shares of the Common Stock owned directly by LCIO, or 1.4% of the shares of Common Stock deemed issued and outstanding as of the Report Date.

This report shall not be deemed an admission that LCIO is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and LCIO disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

CUSIP No. 30049H102

1. Names of reporting persons		
Peter Hebert		
2. Check the appropriate box if a member of a group (see instructions)		
(a) [] (b) []		
3. SEC Use Only		
4. Source of funds (see instructions)		
OO		
5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)		
[]		
6. Citizenship or place of organization United States of America		
Number of shares beneficially owned by each reporting person with	7. Sole voting power	0
	8. Shared voting power	12,891,112*
	9. Sole dispositive power	0
	10. Shared dispositive power	12,891,112*
11. Aggregate amount beneficially owned by each reporting person		12,891,112*

12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)	
	<input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11)	9.1%*
14.	Type of reporting person (see instructions)	IN

*Peter Hebert may be deemed to beneficially own, in the aggregate, 12,891,112 shares of Common Stock, representing approximately 9.1% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. The number of shares of Common Stock reported as beneficially owned by Mr. Hebert are held by LVIII, LVSFF, LVCIII and LCIO (collectively, the "LV Funds"). Mr. Hebert serves as one of two managing members of the LV Funds and may be deemed to beneficially own the 12,891,112 shares of Common Stock held by the LV Funds.

This report shall not be deemed an admission that Mr. Hebert is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and he disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

CUSIP No. 30049H102

1.	Names of reporting persons	
	Joshua Wolfe	
2.	Check the appropriate box if a member of a group (see instructions)	
	(a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of funds (see instructions)	
	OO	
5.	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	<input type="checkbox"/>	
6.	Citizenship or place of organization	United States of America

Number of shares beneficially owned by each reporting person with	7. Sole voting power	0
	8. Shared voting power	12,891,112*
	9. Sole dispositive power	0
	10. Shared dispositive power	12,891,112*

11.	Aggregate amount beneficially owned by each reporting person	12,891,112*
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)	
	<input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11)	9.1%*
14.	Type of reporting person (see instructions)	IN

*Joshua Wolfe may be deemed to beneficially own, in the aggregate, 12,891,112 shares of Common Stock, representing approximately 9.1% of the 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021. The number of shares of Common Stock reported as beneficially owned are held by the LV Funds. Mr. Wolfe serves as one of two managing members of the LV Funds and may be deemed to beneficially own the 12,891,112 shares of Common Stock held by the LV Funds.

This report shall not be deemed an admission that Mr. Wolfe is the beneficial owner of such securities for purposes of Section 13(d) or 13(g) of the Act and he disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

CUSIP No. 30049H102

Item 1. Security and Issuer.

This Schedule 13D (this "Schedule 13D") relates to the Class A common stock, \$0.0001 par value per share (the "Common Stock"), of Evolv Technologies Holdings, Inc., a Delaware corporation (the "Issuer"). The principal executive offices of the Issuer are located at 500

Totten Pond Road, 4th Floor, Waltham, Massachusetts.

Item 2. Identity and Background.

This Schedule 13D is being jointly filed by (i) Lux Venture Partners III, LLC (“LVPIII”), (ii) Lux Ventures III, L.P. (“LVIII”), (iii) Lux Ventures III Special Founders Fund, L.P. (“LVSFF”), (iv) Lux Venture Partners Cayman III, LLC (“LVPCIII”), (v) Lux Ventures Cayman III, L.P. (“LVCIII”), (vi) Lux Co-Invest Partners, LLC (“LCIP”), (vii) Lux Co-Invest Opportunities, L.P. (“LCIO”), (viii) Peter Hebert and (ix) Joshua Wolfe. Each of the foregoing is referred to as a “Reporting Person” and collectively as the “Reporting Persons.” LVPIII is the general partner of LVIII and LVSFF and exercises voting and dispositive power over the shares of Common Stock held by each of LVIII and LVSFF. LVPCIII is the general partner of LVCIII and exercises voting and dispositive power over the shares of Common Stock held by LVCIII. LCIP is the general partner of LCIO and exercises voting and dispositive power over the shares of Common Stock held by LCIO. This Schedule 13D relates to the shares of Common Stock directly owned by LVIII, LVSFF, LVCIII and LCIO (collectively the “LV Funds”). As a result of the foregoing, as of the date of this Schedule 13D, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended, LVPIII may be deemed to beneficially own approximately 7.4% of the shares of the Issuer’s Common Stock outstanding as of July 16, 2021, LVPCIII may be deemed to beneficially own 0.3% of the shares of the Issuer’s Common Stock outstanding as of July 16, 2021, LCIP may be deemed to beneficially own 1.4% of the shares of the Issuer’s Common Stock outstanding as of July 16, 2021, and Messrs. Hebert and Wolfe may be deemed to beneficially own approximately 9.1% of the shares of the Issuer’s Common Stock deemed issued and outstanding as of July 16, 2021, as reported in the Issuer’s Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021.

The principal business address of the Reporting Persons is c/o Lux Capital Management, LLC, 920 Broadway, 11th Floor, New York, NY 10010.

The principal business of the Reporting Persons is investments and/or investment management.

The Reporting Persons, nor, to the best knowledge of the foregoing, any of their controlling persons, have not been, during the last five years, convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

The Reporting Persons, nor, to the best knowledge of the foregoing, any of their controlling persons, have not been, during the last five years, party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

LVIII, LVSFF and LCIO are limited partnerships organized under the laws of the State of Delaware. LVCIII is a limited partnership organized under the laws of the Cayman Islands. LVPIII and LCIP are a limited liability companies organized under the laws of the State of Delaware. LVPCIII is a limited liability company organized under the laws of the Cayman Islands. Each of Messrs. Hebert and Wolfe are United States citizens.

Item 3. Source and Amount of Funds or Other Consideration.

Funds for the purchase of the shares of Common Stock reported herein were derived from the capital contributions by the partners of the LV Funds and the available funds of such entities. A total of approximately \$13,051,079 was paid to acquire the shares of preferred stock and certain convertible promissory notes of Old Evolv (as defined below), which were converted into common stock of Old Evolv immediately prior to the effective time of the Merger (as defined below). At the effective time of the Merger, the common stock of Old Evolv was then converted into the shares of Common Stock of the Issuer reported herein.

Item 4. Purpose of Transaction.

The Reporting Persons acquired the securities reported herein for investment in the ordinary course of business by the LV Funds. The Reporting Persons reserve the right to acquire, or cause to be acquired, additional securities of the Issuer, to dispose of, or cause to be disposed of, such securities at any time or to formulate other purposes, plans or proposals regarding the Issuer or any of its securities, to the extent deemed advisable in light of general investment and trading policies of the Reporting Persons, market conditions or other factors.

Except as set forth herein, the Reporting Persons do not have any plan or proposal that would relate to, or result in, any of the matters set forth under subsections (a) through (j) of Item 4 of Schedule 13D.

The information in Item 6 is incorporated by reference herein.

Item 5. Interest in Securities of the Issuer.

The aggregate percentage of Common Stock reported in this Item 5, and set forth in Row 13 of the cover pages filed herewith, is calculated based upon 142,260,102 shares of Common Stock outstanding as of July 16, 2021, as reported in the Issuer’s Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 22, 2021.

On July 16, 2021, the Issuer completed its reverse merger with NewHold Investment Corp. (“NHIC”) in accordance with the terms of the agreement and plan of merger, dated as of March 5, 2021, as amended by that certain First Amendment to Agreement and Plan of Merger dated June 5, 2021 (as amended, the “Merger Agreement”), by and among NHIC, NHIC Sub Inc., a Delaware corporation and wholly-owned subsidiary of NHIC (“Merger Sub”) and Evolv Technologies, Inc., dba Evolv Technology, Inc., a Delaware corporation (“Old Evolv”), pursuant to which, among other matters, Merger Sub merged with and into Old Evolv (the “Merger”) with Old Evolv surviving the Merger as a wholly owned subsidiary of NHIC. In connection with the consummation of the Merger, NHIC was renamed “Evolv Technologies Holdings, Inc.”

Prior to the Merger, as a result of a series of private transactions with Old Evolv, the LV Funds held an aggregate of 33,254,297 shares of preferred stock of Old Evolv and a convertible promissory note in the principal amount of \$2.0 million. Immediately prior to the effective time of the Merger, each issued and outstanding share of Old Evolv preferred stock was automatically converted into shares common stock of Old Evolv at applicable conversion rates, and each issued and outstanding convertible promissory note was automatically converted into shares of common stock of Old Evolv at applicable conversion rates. Upon the closing of the Merger, each share of common stock of Old Evolv held by the LV Funds was converted into an aggregate of 12,891,112 shares of Common Stock of the Issuer.

As a result of the Merger, LVPIII may be deemed to beneficially own 10,524,565 shares of Common Stock, representing approximately 7.4% of the issued and outstanding shares of Common Stock deemed outstanding as of July 16, 2021, LVPCIII may be deemed to beneficially own 387,039 shares of Common Stock, representing approximately 0.3% of the issued and outstanding shares of Common Stock deemed outstanding as of July 16, 2021, LCIO may be deemed to beneficially own 1,973,158 shares of Common Stock, representing approximately 1.4% of the issued and outstanding shares of Common Stock deemed outstanding as of July 16, 2021, and Messrs. Hebert and Wolfe, as the managing members of the LV Funds, may be deemed to beneficially own, in the aggregate, 12,891,112 shares of Common Stock held by the LV Funds, representing approximately 9.1% of the Issuer’s issued and outstanding shares of Common Stock deemed outstanding as of July 16, 2021.

In addition, the LV Funds received in the Merger the Performance Rights (as defined below) described in Item 6 of this Schedule 13D.

Except as set forth in this Schedule 13D, the Reporting Persons have not effected any transaction in the Common Stock, or securities convertible into, exercisable for or exchangeable for, shares of Common Stock in the last 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

The shares of Common Stock reported herein as beneficially owned by the LV Funds excludes an aggregate of 1,550,921 shares of Common Stock that are issuable to the LV Funds pursuant to certain performance rights (the “Performance Rights” and each a “Performance Right”) received in the Merger. Each Performance Right represents a contingent right to receive one share of Common Stock. Pursuant to an earn-out provision in the Merger Agreement, the Performance Rights vest upon the Common Stock achieving a specified price per share as follows: (i) 1/3 of the shares shall be issued if the closing sale price of the Common Stock on the Nasdaq Stock Market (“Nasdaq”) equals or exceeds \$12.50 per share for any period of 20 trading days out of 30 consecutive trading days prior to March 5, 2026; (ii) 1/3 of the shares shall be issued if the closing sale price of the Common Stock on Nasdaq equals or exceeds \$15.00 per share for any period of 20 trading days out of 30 consecutive trading days prior to March 5, 2026; and (iii) 1/3 of the shares shall be issued if the closing sale price of the Common Stock on Nasdaq equals or exceeds \$17.50 per share for any period of 20 trading days out of 30 consecutive trading days prior to March 5, 2026.

Bilal Zuberi, who currently serves a venture partner at LVIII, currently serves as a member of the Issuer’s board of directors.

Other than the transaction described elsewhere throughout this Schedule 13D, there are no contracts, arrangements, understandings or relationships between the Reporting Persons and any other person, with respect to the Common Stock of the Issuer.

Item 7. Material to Be Filed as Exhibits.

<u>Exhibit</u>	<u>Description</u>
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1.	Joint Filing Agreement.
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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 26, 2021

LUX VENTURES III, L.P.

By: LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURES III SPECIAL FOUNDERS FUND, L.P.

By: LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE CAYMAN III, L.P.

By: LUX VENTURE PARTNERS CAYMAN III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE PARTNERS CAYMAN III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX CO-INVEST OPPORTUNITIES, L.P.

By: LUX CO-INVEST PARTNERS, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX CO-INVEST PARTNERS, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

/s/ Peter Hebert
Peter Hebert

/s/ Joshua Wolfe
Joshua Wolfe

Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of them of a statement on Schedule 13D (including amendments thereto) with respect to the shares of Class A common stock, \$0.0001 par value per share, of Evolv Technologies Holding, Inc., a Delaware corporation, and further agree that this Joint Filing Agreement be included as Exhibit 1 to such Schedule 13D. In evidence thereof, the undersigned hereby execute this agreement this 26th day of July, 2021.

LUX VENTURES III, L.P.

By: LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURES III SPECIAL FOUNDERS FUND, L.P.

By: LUX VENTURE PARTNERS III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE CAYMAN III, L.P.

By: LUX VENTURE PARTNERS CAYMAN III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX VENTURE PARTNERS CAYMAN III, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX CO-INVEST OPPORTUNITIES, L.P.

By: LUX CO-INVEST PARTNERS, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

LUX CO-INVEST PARTNERS, LLC

By: /s/ Peter Hebert
Peter Hebert
Managing Member

/s/ Peter Hebert
Peter Hebert

/s/ Joshua Wolfe

Joshua Wolfe