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# SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549

### SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

Evolv Technologies Holdings, Inc.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

30049H102

(CUSIP Number)

Rajiv P. Shah  
c/o Stoic Point Capital Management LLC, 155 Forest Avenue  
Palo Alto, CA, 94301  
650-503-9750

Daniel N. Webb, Esq.  
Simpson Thacher & Bartlett LLP, 2475 Hanover Street  
Palo Alto, CA, 94304  
650-251-5095

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

08/15/2025

(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 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 ("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).

### SCHEDULE 13D

CUSIP No.

30049H102

1

Name of reporting person

Stoic Point Capital Management LLC

2	Check the appropriate box if a member of a Group (See Instructions)	
	<input type="checkbox"/> (a)	<input checked="" type="checkbox"/> (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) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 1,708,495.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 5,396,901.00
11	Aggregate amount beneficially owned by each reporting person 5,396,901.00	
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) 3.1 %	
14	Type of Reporting Person (See Instructions) OO	

### SCHEDULE 13D

CUSIP No.	30049H102
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1	Name of reporting person Rajiv P. Shah	
2	Check the appropriate box if a member of a Group (See Instructions)	
	<input type="checkbox"/> (a)	<input checked="" type="checkbox"/> (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) <input type="checkbox"/>	

6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 1,708,495.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 5,396,901.00
11	Aggregate amount beneficially owned by each reporting person 5,396,901.00	
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) 3.1 %	
14	Type of Reporting Person (See Instructions) IN	

### SCHEDULE 13D

CUSIP No.	30049H102
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1	Name of reporting person Cullen J. Rose	
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input checked="" type="checkbox"/> (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) <input type="checkbox"/>	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 1,708,495.00
	9	Sole Dispositive Power 0.00

	10	Shared Dispositive Power 5,396,901.00
11	Aggregate amount beneficially owned by each reporting person 5,396,901.00	
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) 3.1 %	
14	Type of Reporting Person (See Instructions) IN	

## SCHEDULE 13D

### Item 1. Security and Issuer

(a) Title of Class of Securities:

Class A Common Stock

(b) Name of Issuer:

Evolv Technologies Holdings, Inc.

(c) Address of Issuer's Principal Executive Offices:

500 TOTTEN POND ROAD, 4TH FLOOR, WALTHAM, MASSACHUSETTS , 02451.

### Item 1

**Comment:** This Amendment No. 1 ("Amendment No. 1") to Schedule 13D relates to the shares of Class A common stock, par value \$0.0001 per share (the "Class A Common Stock") of Evolve Technologies Holdings, Inc. (the "Issuer"), and amends and supplements the initial statement on Schedule 13D filed on January 30, 2025 (as so amended, the "Schedule 13D"). Capitalized terms used but not defined in this Amendment No. 1 shall have the same meanings ascribed to them in the Schedule 13D.

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

Item 3 of the Schedule 13D is hereby amended and restated as follows:

The Reporting Persons acquired beneficial ownership of the securities reported herein at a cost of approximately \$13,847,006. The source of funds used to acquire such position was from working capital of private funds and SMAs they manage.

### Item 5. Interest in Securities of the Issuer

(a)

Item 5 of the Schedule 13D is hereby amended and restated as follows:

The information set forth in the cover pages of this Schedule 13D is hereby incorporated by reference into this Item 5.

As of the date hereof, the Reporting Persons may be deemed to beneficially own an aggregate of 5,396,901 shares of the Issuer's Class A Common Stock, representing 3.1% of the outstanding shares of Class A Common Stock, based on 171,891,467 shares of Class A Common Stock of the Issuer outstanding as of August 11, 2025, as reflected in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 14, 2025. The beneficial ownership reported herein consists of 1,708,495 shares held by Funds and 3,688,406 shares held by SMAs they manage.

(b) See Item 5(a) above.

(c) Except as set forth on Schedule A attached hereto, none of the Reporting Persons has effected any transaction in Class A Common Stock during the past sixty days.

(d) To the best knowledge of the Reporting Persons, no one other than the Reporting Persons, or the partners, members, affiliates or shareholders of the Reporting Persons or the private funds and/or SMAs they manage, has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Class A Common Stock reported herein as beneficially owned by the Reporting Persons.

(e) As of May 22, 2025, the Reporting Persons ceased to beneficially own more than five percent of the outstanding shares of Class A Common Stock.

## SIGNATURE

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.

### Stoic Point Capital Management LLC

Signature: /s/ Rajiv P. Shah  
Name/Title: Rajiv P. Shah, Managing Member  
Date: 08/19/2025

### Rajiv P. Shah

Signature: /s/ Rajiv P. Shah  
Name/Title: Rajiv P. Shah  
Date: 08/19/2025

### Cullen J. Rose

Signature: /s/ Cullen J. Rose  
Name/Title: Cullen J. Rose  
Date: 08/19/2025