SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0104
Estimated average burden hours per response:	0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name **and** Ticker or Trading Symbol
Blessing Jason (Last) (First) (Middle) C/O EVOLV TECHNOLOGIES HOLDINGS, INC. 500 TOTTEN POND ROAD, 4TH FLOOR (Street) WALTHAM MA 02451 (City) (State) (Zip)	11/06/2026	Evolv Technologies Holdings, Inc. [EVLV]

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	5. If Amendment, Date of Original Filed (Month/Day/Year)
X Director 10% Owner Officer (give title below) Other (specify below)	

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

Remarks:

No securities are beneficially owned.

/s/ Rachel Roy, Attorney-in-fact for Jason Blessing — 11/10/2026

** 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 5 (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.

Power of Attorney

Know all by these presents, that the undersigned hereby constitutes and appoints each of Rachel Roy, George C. Kutsor, Matthew Slepian and Lillian Wilkinson of Evolv Technologies Holdings, Inc. or any of them acting singly, and with full power of substitution or revocation, the undersigned's true and lawful attorney-in-fact (each of such persons and their substitutes being referred to herein as the "Attorney-in-Fact"), with full power to act for the undersigned and in the undersigned's name, place and stead, in any and all capacities, to:

1. prepare, execute in the name of Jason Blessing, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID (including an application for access to the undersigned's existing EDGAR account bearing Central Index Key (CIK) number 0001499092) and any amendments thereto, and any other documents necessary or appropriate to obtain or restore codes and access to the SEC's Electronic Data Gathering, Analysis, and Retrieval system enabling the undersigned to submit reports required by rules and regulations of the SEC;

2. prepare, execute and submit to the SEC, and/or any national securities exchange on which Evolv Technologies Holdings, Inc. (the "Company") securities are listed, any and all reports (including any amendments thereto) the undersigned is required to file with the SEC under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder, or under Rule 144 under the Securities Act of 1933 ("Rule 144"), with respect to any security of the Company, including Forms 3, 4 and 5, Schedules 13D and 13G, and Forms 144; and

3. obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's equity securities from any third party, including the Company and any brokers, dealers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such third party to release any such information to the Attorney-in-Fact.

The undersigned acknowledges that:

1. This Power of Attorney authorizes, but does not require, the Attorney-in-Fact to act in his or her discretion on information provided to such Attorney-in-Fact without independent verification of such information;

2. Any documents prepared or executed by the Attorney-in-Fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information as the Attorney-in-Fact, in his or her discretion, deems necessary or desirable;

3. Neither the Company nor the Attorney-in-Fact assumes any liability for the undersigned's responsibility to comply with the requirements of Section 13 or Section 16 of the Exchange Act or Rule 144, any liability of the undersigned for any failure to comply with such requirements, or any liability of the undersigned for disgorgement of profits under Section 16(b) of the Exchange Act; and

4. This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under Section 13 or Section 16 of the Exchange Act, including, without limitation, the reporting requirements under Section 13 or Section 16 of the Exchange Act.

The undersigned hereby grants to the Attorney-in-Fact full power and authority to do and perform any and every act whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such Attorney-in-Fact, or such Attorney-in-Fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 or Schedules 13D or 13G or Forms 144 with respect to the undersigned's holdings of and transactions in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. This Power of Attorney revokes all previous powers of attorney with respect to the subject matter of this Power of Attorney.

In addition, the undersigned hereby constitutes, appoints and authorizes the individual(s) listed in Annex A, singly and with full power of substitution or revocation to act as the undersigned's EDGAR account administrator(s) and manage the undersigned's EDGAR account. This appointment shall remain in effect until the undersigned is no longer required to file reports under Section 16 of the Exchange Act with respect to the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Attorney-in-Fact. Upon such termination, each individual listed in Annex A shall promptly be removed as an account administrator of the undersigned's EDGAR account.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of October , 2026.

Jason William Blessing
Signature

Title: Director

NOTARY

State of Nevada
County of Clark

On this 8th day of October, 2026, Jason Blessing appeared before me by means of audio-visual communication technology, whose identity was verified in accordance with applicable law, and acknowledged to me that he signed the preceding instrument voluntarily for its stated purpose.

Notary Public
Printed name: YISSEL LUCERO
My commission expires: 11/16/2029
(Affix seal)

YISSEL LUCERO
NOTARY PUBLIC
STATE OF NEVADA
Appt. No. 26-3041-01
Expires November 16, 2029

Notarized remotely using audio-video communication technology via Proof.

Annex A

Individual(s) authorized to act as EDGAR account administrator(s):

1. Matthew James Gustus – mgustus@evolvtechnology.com – 781-374-8100
2. Yulie Suzuki Park – ypark@evolvtechnology.com - 781-374-8100