Form 144 Filer Information

FORM 144

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information	
Filer CIK	0001868397
Filer CCC	XXXXXXXX
Is this a LIVE or TEST Filing?	● LIVE ○ TEST
Submission Contact Information	
Name	
Phone	
E-Mail Address	
144: Issuer Information	
Name of Issuer	EVOLV TECHNOLOGIES HOLDINGS, INC.
SEC File Number	001-39417
Address of Issuer	500 Totten Pond Road, 4th Floor Waltham MASSACHUSETTS 02451
Phone	(781) 374-8100
Name of Person for Whose Account the Securities are To Be Sold	ANTHONY J DEROSA SR.
the securities are to be sold but also as to a	(a) of Rule 144. Information is to be given not only as to the person for whose account all other persons included in that definition. In addition, information shall be given as to red by paragraph (e) of Rule 144 to be aggregated with sales for the account of the
Relationship to Issuer	Officer
144: Securities Information	on
Title of the Class of Securities To Be Sold	Common
Name and Address of the Broker	Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza 38th Floor New York NY 10004
Number of Shares or Other Units To Be Sold	20000
Aggregate Market Value	100000.00
Number of Shares or Other Units Outstanding	151134622
Approximate Date of Sale	02/08/2024
Name the Securities Exchange	NASDAQ

any part of the purchase price or other consideration therefor:

Is this a Gift?

144: Securities To Be Sold	
Title of the Class	COMMON
Date you Acquired	02/08/2024
Nature of Acquisition Transaction	Stock Option Exercise
Name of Person from Whom Acquired	ISSUER

Amount of Securities Acquired

Date of Payment

O2/08/2024

Nature of Payment

Cash

Date Donor Acquired

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	ANTHONY J DEROSA SR. 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Common
Date of Sale	01/16/2024
Amount of Securities Sold	10000
Gross Proceeds	42922.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	ANTHONY J DEROSA SR. 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Common
Date of Sale	12/19/2023
Amount of Securities Sold	30000
Gross Proceeds	150000.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	ANTHONY J DEROSA SR. 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Common

Date of Sale	12/15/2023
Amount of Securities Sold	10000
Gross Proceeds	47659.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	ANTHONY J DEROSA SR. 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Common
Date of Sale	11/15/2023
Amount of Securities Sold	10000
Gross Proceeds	40401.00

144: Remarks and Signature

Remarks	
Date of Notice	02/08/2024
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1	03/15/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature	/s/ Anthony John DeRosa

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)