Form 144 Filer Information

FORM 144

144: Filer Information

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

Filer CIK	0001869206
Filer CCC	xxxxxxx
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	7813748100
Name of Person for Whose Account the Securities are To Be Sold	Michael P. Ellenbogen
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filling this notice.	
Relationship to Issuer	Officer
144: Securities Information	on
Title of the Class of Securities To Be Sold	Class A Common
Name and Address of the Broker	J.P. Morgan Securities LLC 390 Madison Avenue 6th Floor New York NY 10017
Number of Shares or Other Units To Be Sold	286002
Aggregate Market Value	1126848
Number of Shares or Other Units Outstanding	151134622
Approximate Date of Sale	11/16/2023
Name the Securities Exchange	Nasdaq

any part of the purchase price or other consideration therefor:

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Title of the Class	Class A Common
Date you Acquired	08/01/2013
Nature of Acquisition Transaction	Founder Shares
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Name of Person from Whom Acquired	Issuer
Is this a Gift?	Date Donor Acquired
Amount of Securities Acquired	286002
Date of Payment	08/01/2013
Nature of Payment	NA

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	Michael P. Ellenbogen 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Class A Common
Date of Sale	09/18/2023
Amount of Securities Sold	83334
Gross Proceeds	469412

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Michael P. Ellenbogen 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Class A Common
Date of Sale	10/23/2023
Amount of Securities Sold	7466
Gross Proceeds	29883

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Michael P. Ellenbogen 500 Totten Pond Road, 4th Floor Waltham MA 02451
Title of Securities Sold	Class A Common

Date of Sale	10/24/2023
Amount of Securities Sold	34201
Gross Proceeds	137939

144: Remarks and Signature

Remarks

Date of Notice

11/16/2023

Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1

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/ J.P. Morgan Securities LLC as agent and attorney-in-fact for Michael P. Ellenbogen

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