

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Gates Frontier, LLC (Last) (First) (Middle) 2365 CARILLON POINT (Street) KIRKLAND, WA 98033 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/16/2021	3. Issuer Name and Ticker or Trading Symbol Evolv Technologies Holdings, Inc. [EVLV]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)
Class A common stock	15,050,161 (1)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

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 of Derivative Security: 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			
Performance rights	(2)	(2)	Class A common stock	1,789,822 (1)	\$ (2)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gates Frontier, LLC 2365 CARILLON POINT KIRKLAND, WA 98033		X		
GATES WILLIAM H III 2365 CARILLON POINT KIRKLAND, WA 98033		X		

Signatures

Gates Frontier, LLC By: /s/ Alan Heuberger, Attorney-in-fact for Michael Larson, Manager	Signature of Reporting Person	07/23/2021	Date
William H. Gates III By: /s/ Alan Heuberger, Attorney-in-fact	Signature of Reporting Person	07/23/2021	Date

Explanation of Responses:

* 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).

Gates Frontier, LLC ("GF") acquired the issuer's securities on July 16, 2021 as consideration and in exchange for GF's holdings in Evolv Technologies, Inc. ("Old Evolv") pursuant to an Agreement and Plan of Merger dated March 5, 2021, by and among Old Evolv, NewHold Investments Corp. and NHIC Sub Inc., as amended by that certain First Amendment to Agreement and Plan of Merger dated June 5, 2021 (as so amended, the "Merger Agreement").

(1) Each performance right represents a contingent right to receive one share of the issuer's Class A common stock ("Common Stock"). Pursuant to an "Earn Out" provision in the Merger Agreement, the performance rights vest upon the issuer's Common Stock achieving a specified price per share as follows: (i) 1/3 of the shares will be issued if the closing sale price of Common Stock 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 will be issued if the closing sale price of Common Stock 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 will be issued if the closing sale price of Common Stock 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.

Remarks:

Exhibit 24.1 - Power of Attorney (Gates Frontier, LLC); Exhibit 24.2 - Power of Attorney (William H. Gates III)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Special Limited Power Of Attorney

The undersigned, Michael Larson, does hereby constitute and appoint Alan Heuberger and Mike Rodden, and each of them, with full power to act without the other, as attorneys-in-fact, on behalf of the undersigned and in the undersigned's name, place and stead, to execute, acknowledge, deliver and/or file any documents or filings and any amendments thereto made by or on behalf of the undersigned in respect of any securities held by him, directly, indirectly or beneficially, or required in connection with his position as a director, officer, manager or security holder of any entity under any laws, rules or regulations of any pertinent jurisdiction or any relevant securities market or exchange. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity, are not assuming any of the undersigned's responsibilities to comply with such laws.

This Special Limited Power of Attorney shall remain in full force and effect with respect to each foregoing attorneys-in-fact until withdrawn by the undersigned by written notice to such attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Special Limited Power of Attorney to be executed as of this 11th day of October, 2013.

/s/ Michael Larson

Michael Larson

State of Washington)
) ss
County of King)

I certify that I know or have satisfactory evidence that Michael Larson is the person who appeared before me, and said person acknowledged that he signed this instrument as his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: October 11, 2013

/s/ Robin S. Orwiler

Robin S. Orwiler

Notary Public

My commission expires: 11/01/2014

Special Limited Power Of Attorney

The undersigned, Michael Larson, pursuant to lawfully granted authority by the principal, William H. Gates III hereby appoints Alan Heuberger with full power to act as attorney-in-fact, on behalf of Mr. Gates and in his name, place and stead, to execute, acknowledge, deliver and/or file any documents or filings and any amendments thereto made by or on behalf of Mr. Gates in respect of any securities held by him, directly, indirectly or beneficially, or required in connection with his position as a director or officer of any entity, with the Securities and Exchange Commission, including, without limitation: (i) Schedules 13D ,13G and 13F pursuant to Section 13 of the Securities Exchange Act of 1934 (the "Act") and (ii) Forms 3, 4 and 5 pursuant to Section 16 of the Act. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity, is not assuming any of Mr. Gates' responsibilities to comply with such laws.

This Special Limited Power of Attorney shall remain in full force and effect with respect to the foregoing attorney-in-fact until withdrawn by the undersigned or Mr. Gates by written notice to the foregoing attorney-in-fact.

Nothing herein is intended to destroy or alter the rights of the undersigned to also act as attorney-in-fact for Mr. Gates under any Power of Attorney separately granted to the undersigned by Mr. Gates.

IN WITNESS WHEREOF, the undersigned has caused this Special Limited Power of Attorney to be executed as of this 12th day of August, 2008.

/s/ Michael Larson
Michael Larson

State of Washington)
) ss
County of King)

I certify that I know or have satisfactory evidence that Michael Larson is the person who appeared before me, and said person acknowledged that he signed this instrument as his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated: August 12, 2008

/s/ Christine Welch
Christine Welch
Notary Public
My commission expires: 2/19/2009
