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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): August 31, 2022**

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**Markforged Holding Corporation**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-39453**  
(Commission  
File Number)

**98-1545859**  
(I.R.S. Employer  
Identification No.)

**480 Pleasant Street  
Watertown, MA**  
(Address of Principal Executive Offices)

**02472**  
(Zip Code)

**(866) 496-1805**  
(Registrant's Telephone Number, Including Area Code)  
(Former Name or Former Address, If Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class:	Trading Symbol:	Name of Each Exchange on Which Registered:
<b>Common Stock, \$0.0001 par value per share</b>	<b>MKFG</b>	<b>New York Stock Exchange</b>
<b>Redeemable Warrants, each whole warrant exercisable for one share of Common Stock, \$0.0001 par value</b>	<b>MKFG.WS</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 2.01. Completion of Acquisition or Disposition of Assets**

On August 31, 2022 (the “Closing Date”), pursuant to a Sale and Purchase Agreement (the “Purchase Agreement”) by and between Markforged Holding Corporation (the “Company”) and Högånäs Aktiebolag, Reg. No. 556005-0121, a limited liability company incorporated under the laws of Sweden (the “Seller”), the Company completed its previously announced acquisition (the “Acquisition”) of all of the outstanding share capital of Digital Metal AB, Reg. No. 556603-4152, a limited liability company incorporated under the laws of Sweden (“Digital Metal”). At the closing, the Company issued 4,100,000 unregistered shares of common stock of the Company, paid approximately \$32,000,000 in cash and paid approximately \$1,500,000 in cash to settle certain intercompany balances between the Seller and Digital Metal.

A copy of the Purchase Agreement is attached as Exhibit 2.1 to the Company’s Current Report on Form 8-K filed on July 12, 2022. The foregoing description of the Purchase Agreement is not complete and is qualified in its entirety by reference to the full text of the Purchase Agreement

**Item 7.01. Regulation FD Disclosure**

On August 31, 2022, the Company issued a press release announcing the closing of the Acquisition, a copy of which is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in Item 7.01 of this Form 8-K and Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits	
Exhibit No.	Description
2.1*	<a href="#">Sale and Purchase Agreement, dated as of July 11, 2022, by and among Markforged Holding Corporation and Högånäs Aktiebolag (incorporated by reference to Exhibit 2.1 to the Company’s Current Report on Form 8-K filed with the Securities and Exchange Commission on July 12, 2022).</a>
99.1	<a href="#">Press release issued by Markforged Holding Corporation on August 31, 2022, furnished herewith.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

\* Previously filed

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 31, 2022

**MARKFORGED HOLDING CORPORATION**

By: /s/ Stephen Karp  
Stephen Karp  
General Counsel and Secretary

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## Markforged Completes Digital Metal Acquisition

*Acquisition extends Markforged's capabilities into mass production of metal parts*

**WATERTOWN, Mass., August 31, 2022** - Markforged (NYSE: MKFG), creator of the integrated metal and carbon fiber additive manufacturing platform, The Digital Forge, today announced that it has successfully completed the acquisition of Digital Metal, the creator of a precise and reliable binder jetting solution, extending Markforged's capabilities into high-throughput production of metal additive parts.

Digital Metal's solution is designed to provide high-precision, best-in-class part quality and reliability. The company's powder binder jetting capabilities for production grade parts enable manufacturers to produce high volumes of functional metal parts with a variety of metal materials and minimal setup required. Digital Metal printers have produced hundreds of thousands of parts for leaders in consumer products, automotive, academia, and other industries.

Markforged acquired Digital Metal from Höganäs AB for approximately \$32 million in cash, approximately 4.1 million shares of Markforged common stock and approximately \$1.5 million in cash to settle certain intercompany balances. Digital Metal, and its team of professionals, will continue to operate under the Digital Metal brand, as a subsidiary of Markforged.

"We are excited to successfully complete the acquisition of Digital Metal, and officially welcome its team to Markforged," said Shai Terem, President and CEO of Markforged. "Together, we will continue advancing our vision for distributed manufacturing by bringing the high volume production of precise metal parts directly to the point of need. By integrating Markforged's software capabilities and global go-to-market engine with Digital Metal's precise and reliable binder jetting solution, we expect to unlock significant opportunities to further accelerate Digital Metal adoption into our existing and future customers."

### About Digital Metal

Digital Metal's proprietary binder jetting technology enables the production of highly complex objects with superior surface finish and repeatable accuracy, which is not possible with competing technologies. In addition to developing, manufacturing and selling printers, Digital Metal also offers small-volume or mass-production printing services. Many of the world's leading aerospace, automotive, industrial, MedTech, energy, luxury and academic companies are numbered among its customers.

Digital Metal was founded in 2003, and is headquartered in southern Sweden. Prior to the acquisition, the company was part of the Höganäs Group (founded in 1797), a leading metal powder producer. Read more at [www.digitalmetal.tech](http://www.digitalmetal.tech) or [www.linkedin.com/company/digital-metal](http://www.linkedin.com/company/digital-metal).

### About Markforged

Markforged (NYSE: MKFG) is reimagining how humans build everything by leading a technology-driven transformation of manufacturing with solutions for enterprises and societies throughout the world. The Markforged Digital Forge brings the power and speed of agile software development to industrial manufacturing, combining hardware, software, and materials to solve supply chain problems right at the point of need. Engineers, designers, and manufacturing professionals all over the world rely on Markforged metal and composite printers for tooling, fixtures, functional prototyping, and high-value end-use production. Markforged is headquartered in Watertown, Mass., where it designs its products with approximately 450 employees worldwide. To learn more, visit [www.markforged.com](http://www.markforged.com).

### Special Note Regarding Forward-Looking Statements

This press release contains forward-looking statements that are based on beliefs and assumptions and on information currently available. In some cases, you can identify forward-looking statements by the following words: "may," "will," "can," "could," "would," "should," "expect," "intend," "plan," "anticipate," "believe," "estimate," "predict," "project," "potential," "continue," "ongoing" or the negative of these terms or other comparable terminology, although not all forward-looking statements contain

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these words. These statements involve risks, uncertainties and other factors that may cause actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements. Although Markforged believes that it has a reasonable basis for each forward-looking statement contained in this press release, Markforged cautions you that these statements are based on a combination of facts and factors currently known by it and its projections of the future, about which it cannot be certain. Forward-looking statements in this press release include, but are not limited to, the anticipated synergies of the combined companies, the successful and/or timely integration of the Digital Metal business with Markforged's products and the potential benefits customers may realize from such integration and the future product and strategy plans of Markforged and Digital Metal. Markforged cannot assure you that the forward-looking statements in this press release will prove to be accurate. These forward looking statements are subject to a number of risks and uncertainties, including, among others, including, without limitation, risks associated with: the possibility that the anticipated synergies of this transaction may not be achieved in a timely manner or at all; general economic conditions; the impact of COVID-19 on countries or regions in which we have operations or do business; political and business conditions and those other risks identified under the heading "Risk Factors" in Markforged's most recent periodic and other filings with the SEC, as well as any subsequent filings Markforged makes with the SEC. Furthermore, if the forward-looking statements prove to be inaccurate, the inaccuracy may be material. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by us or any other person that Markforged will achieve its objectives and plans in any specified time frame, or at all. The forward-looking statements in this press release represent Markforged's views as of the date of this press release. Markforged anticipates that subsequent events and developments will cause its views to change. However, while Markforged may elect to update these forward-looking statements at some point in the future, Markforged has no current intention of doing so except to the extent required by applicable law. You should, therefore, not rely on these forward-looking statements as representing Markforged's views as of any date subsequent to the date of this press release.

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