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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): January 6, 2022

Markforged Holding Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-39453
(Commission
File Number)

98-1545859
(IRS 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:
Common Stock, \$0.0001 par value per share	MKFG	New York Stock Exchange
Redeemable Warrants, each whole warrant exercisable for one share of Common Stock, \$0.0001 par value	MKFG.WS	New York Stock Exchange

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.

Item 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 6, 2022, David Benhaim informed the Board of Directors (the “Board”) of Markforged Holding Corporation (the “Company”) of his intent to step down from his position as Chief Technology Officer of the Company. Pursuant to the Transition Agreement by and between the Company and Mr. Benhaim, dated as of January 10, 2022 (the “Transition Agreement”), Mr. Benhaim will resign as Chief Technology Officer effective as of January 12, 2022 and will continue to serve the Company in an advisory role until July 8, 2022 (the “Transition Period”). During the Transition Period, Mr. Benhaim will continue to receive his current base salary and employment benefits. The foregoing description of the Transition Agreement does not purport to be complete and is subject to, and qualified in its entirety by, the complete text of the Transition Agreement, a copy of which the Company expects to file with its Annual Report on Form 10-K for the fiscal year ending December 31, 2021, and upon filing will be incorporated herein by reference.

Item 7.01. **Other Events.**

On January 12, 2022, the Company issued a press release announcing Mr. Benhaim’s resignation. A copy of the press release is furnished as Exhibit 99.1 and incorporated herein by reference. Neither Exhibit 99.1 nor any information contained therein shall be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall either Exhibit 99.1 or any information therein be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934 except as expressly set forth by specific reference in such a filing.

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

(d) Exhibits

Exhibit

<u>No.</u>	<u>Description</u>
99.1	Press release issued by Markforged Holding Corporation on January 12, 2022, furnished herewith.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

MARKFORGED HOLDING CORPORATION

Date: January 12, 2022

By: /s/ Stephen Karp
Stephen Karp
General Counsel

MARKFORGED ANNOUNCES A REALIGNMENT OF ITS TECHNOLOGY TEAM

Watertown, Mass, January 12, 2022 — Markforged Holding Corporation (or “the Company”) (NYSE: MKFG), creator of the integrated metal and carbon fiber additive manufacturing platform, The Digital Forge, today announced a realignment of its technology teams as part of its ongoing evolution to accelerate its product roadmap and deliver on its mission to lead the future of distributed manufacturing. As part of a planned transition, David Benhaim, Co-Founder and Chief Technology Officer, is stepping down from his role as Chief Technology Officer, effective today, and will remain with the Company in an advisory role through July 8, 2022.

As previously announced in August 2021, John Howard joined the Company as the Vice President, Engineering with more than 30 years of experience in engineering and product design with prior leadership roles, including at Amazon and Apple. Howard now leads a fully integrated engineering team, combining hardware, software and materials development efforts under one leader to scale operations and enhance collaboration and innovation.

“It’s been my great honor, and a privilege, to be a part of the Markforged team since its founding in 2013. I will always look back fondly on helping to build this company and working alongside such a fantastic group of talented and motivated people,” said Benhaim.

“David’s contributions helped set the stage for Markforged’s future success and we are grateful for all of his efforts. We continue to enhance our management team, and we have an incredibly strong and deep engineering team in place,” said Shai Terem, President and CEO. “Markforged is in an exceptional position to continue executing on our growth strategy.”

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 over 350 employees worldwide. To learn more, visit 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: “mission,” “ongoing evolution,” “future,” “may,” “will,” “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 these words. Forward-looking statements in this press release include, but are not limited to, statements regarding Markforged’s product roadmap, mission and strategy, Mr. Benhaim’s continued involvement with the Company and Markforged’s future growth. 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, general economic, political and business conditions and other factors discussed under the header “Risk Factors” in the in Markforged’s most recent registration statement on Form S-1, Markforged’s most recent periodic report on Form 10-Q and other filings with the Securities and Exchange Commission (“SEC”). Markforged assumes no obligation to update these forward-looking statements contained in this press release as a result of new information, future events or otherwise.

Contact:

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Investors

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