

**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 * Schwartz Mark Joseph (Last) (First) (Middle) C/O MARKFORGED HOLDING CORP., 480 PLEASANT STREET (Street) WATERTOWN, MA 02472 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/14/2021	3. Issuer Name and Ticker or Trading Symbol Markforged Holding Corp [MKFG]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Financial Officer		5. If Amendment, Date Original Filed (Month/Day/Year) 07/14/2021
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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)
Common Stock (1)	761,801	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			

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schwartz Mark Joseph C/O MARKFORGED HOLDING CORP. 480 PLEASANT STREET WATERTOWN, MA 02472			Chief Financial Officer	

**Signatures**

By: /s/ Stephen Karp, Attorney-in-Fact for Mark Joseph Schwartz	09/22/2021
<small>Signature of Reporting Person</small>	<small>Date</small>

**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).

Twenty-five percent of this restricted stock unit ("RSU") award shall vest on April 1, 2022 and the remaining RSUs shall vest thereafter in 36 equal monthly installments, (1) subject to the Reporting Person's continuous service to the Issuer on each such date. Each RSU represents a contingent right to receive one share of the Issuer's common stock upon settlement for no consideration.

**Remarks:**

This amendment is filed solely to report the RSUs on Table I instead of Table II.

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

