## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average burden						
hours per response.	0.5					

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN 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

Responses)														
1. Name and Address of Reporting Person * BASS CARL			2. Issuer Name and Ticker or Trading Symbol Velo3D, Inc. [VLD]						5. R	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
3D, INC.	, 511 DIVISION	(Middle) N STREET	3. Date of Earliest Transaction (Month/Day/Year) 12/07/2021					Officer (give	title below)	Other (	specify below)			
L CA	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				_X_	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person						
32, 611	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or						of, or Benefi	or Beneficially Owned				
urity		2. Transaction Date (Month/Day/Year	2A. Deemed Sexecution Date, if Code (Instr. 8) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Transaction (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			wnership of orm: Be irect (D) Or Indirect (Indirect (Ind	Nature Indirect eneficial wnership nstr. 4)				
eport on a se	parate line for each		- Deriva	tive S	ecuritie	s Acqi	Persons in this for a currer	orm are not rently valid OME	equired to B control n ficially Owr	respond u umber.				74 (9-02)
Derivative Conversion Date Executity or Exercise (Month/Day/Year) any		any	4. 5. Numl Transaction Derivati Code Securiti (Instr. 8) Acquire or Dispo		5. Numb Derivative Securities Acquired or Dispo (D) (Instr. 3,	er of we s d (A) sed of	6. Date Exe Expiration I (Month/Day	6. Date Exercisable and Expiration Date		ing		Derivative Securities Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
\$ 0.98	12/07/2021		A	1	167,06 <u>(1)</u>	1	(2)	05/10/2029	Common Stock	167,061	\$ 0	167,061	D	
\$ 0.18	12/07/2021		A	2	265,666 (1)	8	(3)	06/09/2030	Common Stock	265,668	\$ 0	265,668	D	
	Address of IRL  3D, INC.  L, CA  urity  conversion of Exercise Price of Perivative Security  \$ 0.98	Address of Reporting Person* RL  (First) 3D, INC., 511 DIVISION (Street)  LL, CA  (State)  arity  3. Transaction Date (Month/Day/Year) Perivative security  \$ 0.98 12/07/2021	Address of Reporting Person* RL  (First) (Middle)  3D, INC., 511 DIVISION STREET  (Street)  LL, CA  (State) (Zip)  2. Transaction Date (Month/Day/Year)  port on a separate line for each class of securities b  Table II  (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  \$ 0.98   12/07/2021	Address of Reporting Person 2. Issue Velo31 3D, INC., 511 DIVISION STREET  (Street) 4. If Am  LL, CA  (State) (Zip)  arity 2. Transaction Date (Month/Day/Year)  port on a separate line for each class of securities beneficial  Table II - Deriva (e.g., p)  (Month/Day/Year)  Table III - Deriva (e.g., p)  (Month/Day/Year)  (Month/Day/Year)  A  Code  \$ 0.98 12/07/2021  A	Address of Reporting Person* RL  (First) (Middle) 3D, INC., 511 DIVISION STREET  (Street)  (Street)  (Street)  (A If Amendm  LL, CA  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities beneficially own Conversion of Execution Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A Transaction Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Code V)	Address of Reporting Person* RL  2. Issuer Name and Velo3D, Inc. [VLl 3D, INC., 511 DIVISION STREET  (Street)  3. Date of Earliest Tra 12/07/2021  4. If Amendment, Date 12/07/2021  5. Numb 17/08 port on a separate line for each class of securities beneficially owned direct 12/07/2021  Table II - Derivative Securities (e.g., puts, calls, war 12/07/2021)  5. Numb 17/08 port on a separate line for each class of securities beneficially owned direct 12/07/2021  A Deemed Execution Date, if 17/08 port on a separate line for each class of securities beneficially owned direct 12/07/2021  A Derivative (e.g., puts, calls, war 12/07/2021)  5. Numb 18/08 port on a separate line for each class of securities beneficially owned direct 12/07/2021  A Derivative (e.g., puts, calls, war 12/07/2021)  A Derivative (e.g., puts, calls, war 12/07/2021)	Address of Reporting Person RL	Address of Reporting Person Rel (First) (Middle) (Middle) (Street) (Street) (Street) (Street) (Street) (Street) (Street) (A. C.	Address of Reporting Person* RL  Order  Address of Reporting Person* RL  Order  (First)  (Middle) (Street)  A. Date of Earliest Transaction (Month/Day/Year)  A. If Amendment, Date Original Filed(Month/Day/Year)  A. If Amendment, Date Original Filed(Month/Day/Year)  A. Date of Earliest Transaction (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Order on a separate line for each class of securities beneficially owned directly or indirectly.  Table II - Derivative Securities Acquired, Disposed of (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (Instr. 3, 4, and 5)  Onversion Date (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  A. Derivative Securities Acquired, Disposed of (Instr. 3, 4, and 5)  Date Exercise (Instr. 8)  Order Order Order  A. Derivative Securities Acquired (A) or Disposed of (Instr. 3, 4, and 5)  Order Ord	Address of Reporting Person*  LL. (First)  3D, INC., 511 DIVISION STREET  2. Issuer Name and Ticker or Trading Symbol Velo3D, Inc. [VLD]  3D, INC., 511 DIVISION STREET  3. Date of Earliest Transaction (Month/Day/Year) 12/07/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. A. Deemed Execution Date, if any (Month/Day/Year)  2. Transaction Date (Instr. 8)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  2. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date (Instr. 8)  3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  4. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Date (C.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  4. Transaction Date (C.g., puts, calls, warrants, options, convertible securities)  5. Number of (D) (Instr. 3, 4, and 5)  6. Date Exercisable and 7. Title and 5. Date Exercisable and 7. Title 2. Date Exercisable and 7. Date Exercisable and 7. Date Exercisable and 7. Date Exercisable 2. Date E	Address of Reporting Person*  LL (First)  (Street)  (Street)  (Street)  (A)  (State)  (Zip)  (Month/Day/Year)  (Month/Da	Address of Reporting Person* LL (Riest) (Middle) 3D, Inc. (VLD3) (Middle) 3D, Inc. (VLD3) (Middle) 3D, Inc. (VLD3) (Middle) 3D, Inc. (State) (Month/Day/Year) 12/07/2021   4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (Mo	2. Issuer Name and Ticker or Trading Symbol Velo3D, Inc. [VLD]  (First) (Middle) 3D, INC., 511 DIVISION STREET  (Since)  (Since)	2. Issuer Name and Ticker or Trading Symbol Velo3D, Inc. (VLD)  (First) (Matalie) 3D, INC., 511 DIVISION STREET  4. If Amendment, Date Original Filed-Month/Day/Year) 12/07/2021  4. If Amendment, Date Original Filed-Month/Day/Year) 12/07/2021  4. If Amendment, Date Original Filed-Month/Day/Year) 12/07/2021  5. Relationship of Reporting Person(s) to Issuer Officer (give stile below)  Officer (

### **Reporting Owners**

D ( O N /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
BASS CARL C/O VELO3D, INC. 511 DIVISION STREET CAMPBELL, CA	X					

#### **Signatures**

/s/ William D. McCombe as attorney-in-fact for Carl Bass	12/09/2021		
<sup>**</sup> Signature of Reporting Person	Date		

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).
  - Pursuant to the Business Combination Agreement, dated March 22, 2021 (the "Business Combination Agreement"), by and between JAWS Spitfire Acquisition Corporation, a Cayman Islands exempted company ("JAWS"), Spitfire Merger Sub, Inc., a Delaware corporation, and Velo3D, Inc., a Delaware corporation ("Velo3D"), the parties effected a business combination
- (1) transaction ("Business Combination") on September 29, 2021. As a result of the Business Combination, Velo3D became a wholly owned subsidiary of JAWS. Velo3D was renamed "Velo3D US, Inc." and JAWS was renamed "Velo3D, Inc." ("New Velo3D"). Pursuant to the forfeiture provision in the Business Combination Agreement, the outstanding options of Velo3D were exchanged for comparable options of New Velo3D at the exchange ratio of 0.8149 to 1, subject to the same terms and conditions that applied to the original grant.
- (2) The option is fully vested and exercisable.
- (3) The option vests as to 1/4 of the total shares on June 11, 2020, and thereafter 2.0833% of the remaining shares vest monthly until such time as the option is 100% vested, subject to the continued service of the Reporting Person on each vesting date.

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.