

Form 144 Filer Information

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

FORM 144

Form 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK	<input type="text" value="0001834455"/>
Filer CCC	<input type="text" value="XXXXXXXX"/>
Is this a LIVE or TEST Filing?	<input checked="" type="radio"/> LIVE <input type="radio"/> TEST

Submission Contact Information

Name	<input type="text"/>
Phone	<input type="text"/>
E-Mail Address	<input type="text"/>

144: Issuer Information

Name of Issuer	<input type="text" value="VELO3D INC"/>
SEC File Number	<input type="text" value="001-39757"/>
Address of Issuer	<input type="text" value="511 Division Street
Campbell
CALIFORNIA
95008"/>
Phone	<input type="text" value="4086103915"/>
Name of Person for Whose Account the Securities are To Be Sold	<input type="text" value="MATTHEW WALTERS"/>

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer	<input type="text" value="Director"/>
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144: Securities Information

Title of the Class of Securities To Be Sold	<input type="text" value="COMMON"/>
Name and Address of the Broker	<input type="text" value="Morgan Stanley Smith Barney LLC Executive Financial Services
1 New York Plaza
38th Fl.
New York
NY
10004"/>
Number of Shares or Other Units To Be Sold	<input type="text" value="29005"/>
Aggregate Market Value	<input type="text" value="58590.10"/>
Number of Shares or Other Units Outstanding	<input type="text" value="192507315"/>
Approximate Date of Sale	<input type="text" value="06/14/2023"/>
Name the Securities Exchange	<input type="text" value="NYSE"/>

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or

any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	09/08/2022
Nature of Acquisition Transaction	Restricted Stock Units
Name of Person from Whom Acquired	Issuer
Is this a Gift?	<input type="checkbox"/> Date Donor Acquired
Amount of Securities Acquired	29005
Date of Payment	09/08/2022
Nature of Payment	N/A

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report

144: Remarks and Signature

Remarks	The securities to be sold were acquired upon the vesting of restricted stock units during the period of 09/08/2022 through 06/08/2023.
Date of Notice	06/14/2023
Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1	03/15/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature	/s/ Matthew Walters
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ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)