

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 or Section 30(h) of the Investment Company Act of 1940

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Kreger Bradley Allen			Velo3D, Inc. [ VLDX ]		Director 10% Owner Officer (give title below) Other (specify below) COO	
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			
C/O VELO3D, INC. 2710 LAKEVIEW CT			05/15/2025			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
FREMONT CA 94538					X Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (State) (Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/15/2025		M		834	A	(1)	33,554	D	
Common Stock	05/15/2025		F		343	D	(2)	33,211	D	
Common Stock	05/15/2025		M		1,439	A	(1)	34,650	D	
Common Stock	05/15/2025		F		592	D	(2)	34,058	D	
Common Stock	05/15/2025		M		53,125	A	(1)	87,183	D	
Common Stock	05/15/2025		F		21,824	D	(2)	65,359	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted stock	(1)	05/15/2025		M			834	(3)	(3)	Common Stock	835	\$0	5,837	D	
Restricted stock	(1)	05/15/2025		M			1,439	(4)	(4)	common stock	1,439	\$0	14,390	D	
Restricted stock units	(1)	05/15/2025		M			53,125	(5)	(5)	common stock	53,125	\$0	796,875	D	

## Explanation of Responses:

- Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Issuer's Common Stock upon settlement for no consideration.
- The sale of shares is for the sole purpose of covering the Reporting Person's tax liability and broker fees with respect to the settlement of restricted stock units.
- The RSUs vests as to 1/4th of the total grant on February 15, 2024, and thereafter 1/12th of the total grant vests quarterly until such time as the RSUs are 100% vested, subject to the continued service of the Reporting Person on each vesting date.
- The RSUs vests as to 1/4th of the total grant on Nov15, 2024, and thereafter 1/12th of the total grant vests quarterly until such time as the RSUs are 100% vested, subject to the continued service of the Reporting Person on each vesting date.
- The RSUs vest 25% @ 1 year starting May'25, Quarterly thereafter for 4 years, subject to the continued service of the reporting person on each vesting date

/s/ Roma Kumar as attorney-in-fact  
 for Bradley Allen Kreger

05/16/2025

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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

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 Number.