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

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

1. Name and Address of Reporting Person
Weymouth Katharine

C/O XOMERY, INC.
7529 STANDISH PLACE, SUITE 200
DERWOOD MD 20855

2. Issuer Name and Ticker or Trading Symbol
Xometry, Inc. [ XMTR ]

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2022

4. If Amendment, Date of Original Filed (Month/Day/Year)
03/17/2022

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

X Director

10% Owner
Office (give title below)

Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)
Class A Common Stock

2. Transaction Date (Month/Day/Year)
03/15/2022

2A. Deemed Execution Date, if any (Month/Day/Year)

3. Transaction Code (Instr. 8)
A

4. Securities Acquired (A) or Disposed Of (D) (Instr. 5 and 6)
A

5. Amount of Securities Beneficially Owned Following Reported
Transaction(s) (Instr. 5 and 6)
3,729

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
D

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Class A Common Stock

03/15/2022

A

1,434

A

$0.00

5,291

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)
03/15/2022

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. 5 and 6)

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)

Explanation of Responses:

1. Represents a restricted stock unit (“RSU”) grant. All of the shares underlying the RSUs will vest on January 1, 2023, subject to the Reporting Person's continuous service.

2. Each RSU represents a contingent right to receive one share of the Class A Common Stock of the Issuer.

3. Represents a restricted stock unit (“RSU”) grant. All of the shares underlying the RSUs will vest on January 1, 2023, subject to the Reporting Person's continuous service.

Remarks:

/A/ Kristie Scott, Attorney-in-Fact

** Signature of Reporting Person

03/17/2022

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).


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.