

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 04, 2023

Xometry, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-40546
(Commission File Number)

32-0415449
(IRS Employer
Identification No.)

6116 Executive Blvd, Suite 800
North Bethesda, Maryland
(Address of Principal Executive Offices)

20852
(Zip Code)

Registrant's Telephone Number, Including Area Code: (240) 252-1138

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.000001 per share	XMTR	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 1, 2023, George Hornig notified the board of directors (the “Board”) of Xometry, Inc. (the “Company”) of his decision to retire and resign as a member of the Board, as Chair of the Board and as a member of the Audit, Compensation and ESG Committees of the Board, effective immediately.

Mr. Hornig’s decision to resign was due to his retirement plans and not the result of any disagreement between Mr. Hornig and the Company, its management, board of directors or any committee thereof, or with respect to any matter relating to the Company’s operations, policies or practices. The Company thanks Mr. Hornig for his contributions to the Company.

On December 4, 2023, upon the recommendation of the Nominating and Corporate Governance Committee, the Board appointed Fabio Rosati as Chair of the Board, effective immediately. Additionally, on December 4, 2023, upon the recommendation of the Nominating and Corporate Governance Committee, the Board appointed Ranjana Clark as a member of the Audit Committee, effective immediately.

Item 7.01. Regulation FD Disclosure.

On December 4, 2023, Xometry, Inc. issued a press release announcing the appointment of Mr. Rosati as Chair of the Board. A copy of the press release is furnished as Exhibit 99.1 to this report.

As provided in General Instruction B.2 of Form 8-K, the information set forth under this Item 7.01 and in the accompanying Exhibit 99.1 is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as otherwise expressly stated in such filing.

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Press Release of Xometry, Inc. issued on December 4, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

XOMETRY, INC.

Date: December 4, 2023

By: /s/ Randolph Altschuler

Randolph Altschuler
Chief Executive Officer

Fabio Rosati Appointed Chair of Xometry's Board Of Directors

- A Seven-year Member Of The Board, Rosati Has Helped Guide Xometry From Its Early Days As An AI-Powered Manufacturing Platform To Its Rapid Growth As A Publicly Traded Company
- Rosati Also Brings Extensive AI Marketplace Experience, Serving As Founding CEO Of Upwork And As Board Member For Snagajob And Smith.ai
- Current Chair George Hornig Announces His Retirement And Steps Down From The Xometry Board

NORTH BETHESDA, Md. – Dec. 4, 2023 – Xometry (NASDAQ:XMTR), the global AI-powered marketplace connecting enterprise buyers with suppliers of manufacturing services, today announced the appointment of Fabio Rosati as Chair of the Board.

A seven-year member of the Xometry board, Mr. Rosati has extensive technology leadership experience with other marketplace companies, including: Upwork, the largest work marketplace, where he served as founding CEO and Board member; Snagajob, a multi-mode workforce platform for hourly employers and workers, where he served as Chairman of the Board; and Smith.ai, an AI-powered customer engagement platform for small businesses, where he serves as Board member. Earlier in his career, Mr. Rosati was CEO of internet pioneer Elance and SVP of Strategic Consulting at Capgemini Invent.

As Mr. Rosati assumes his new role, George Hornig announces his retirement. For the last 10 years, Mr. Hornig has served Xometry with distinction. In the company's last earnings statement on November 9th, Xometry reported record financial results, including the highest revenue and gross profit in Xometry history.

"We are grateful for George's contributions to Xometry over the last decade, and we welcome Fabio into his new role as Chair of our Board," Xometry CEO Randy Altschuler said. "Fabio is a well-regarded technology executive who has guided other high-profile marketplaces, including Upwork, where he was founding CEO. Fabio knows Xometry and our industry well, and he will help with our next phase of growth."

Xometry's two-sided marketplace plays a vital role in the rapid digital transformation of the manufacturing industry. Xometry's proprietary technology shortens development cycles, drives efficiencies within corporate environments and helps companies create resilient supply chains. Xometry's product portfolio includes: its industry leading digital marketplace; popular Thomasnet.com industrial sourcing platform, and cloud-based tools, including Xometry Teamspace, centralized project management software for large, mission-critical projects.

About Xometry

Xometry's (NASDAQ:XMTR) AI-powered marketplace, popular Thomasnet industrial sourcing platform and suite of cloud-based services are rapidly digitizing the \$2.4 trillion manufacturing industry. Xometry provides manufacturers the critical resources they need to grow their business and makes it easy for buyers to create locally resilient supply chains. The Xometry Instant Quoting Engine® leverages millions of pieces of data to analyze complex parts in real-time, matches buyers with the right suppliers globally, and provides accurate pricing and lead times. Learn more at www.xometry.com or follow @xometry.

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