SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Schedule 13G Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Shapeways Holdings, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001

(Title of Class of Securities)

81947T201

(CUSIP Number) December 31, 2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

 \square Rule 13d-1(b)

⊠ Rule 13d-1(c)

□ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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CUSIP NO	CUSIP NO. 81947T201				13 G	Page 2 of 19			
1		IAME OF REPORTING PERSONS							
	Andreessen Horowi	itz Fund l	II, L.P. ("AH Fund III")						
2	CHECK THE APPROPRIAT	ГЕ ВОХ	IF A MEMBER OF A GROUP*			(a) □ (b) ⊠			
3	SEC USE ONLY								
4	CITIZENSHIP OR PLACE (Delaware	OF ORG.	ANIZATION						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5	deemed to have sole power to vote th	iese shares	, and Marc Andreesser	II"), the general partner of AH Fund III, may be n ("Andreessen") and Benjamin Horowitz o have shared power to vote these shares.			
	REPORTING PERSON WITH		SHARED VOTING POWER See response to row 5.						
		7				d III, may be deemed to have sole power to dispose of f AH EP III, may be deemed to have shared power to			
8			SHARED DISPOSITIVE POWER See response to row 7.						
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 568,472								
10	CHECK BOX IF THE AC	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*							
11	PERCENT OF CLASS RE	EPRESEN	NTED BY AMOUNT IN ROW (9)			8.6% ²			

Г			
	12	TYPE OF REPORTING PERSON*	PN

¹ Consists of (i) 512,764 shares of Common Stock and (ii) 55,708 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the Securities and Exchange Commission on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSI	P NO. 81947T201		13 G Page	3 of 19	
1	NAME OF REPORTING	PERSONS			
	Andreessen Horo	witz Fund	III-A, L.P. ("AH Fund III-A")		
2	CHECK THE APPROPRI	ATE BOX	IF A MEMBER OF A GROUP*	(a) □ (b) ⊠	
3	SEC USE ONLY				
4	CITIZENSHIP OR PLAC Delaware	E OF ORG	ANIZATION		
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	5	SOLE VOTING POWER 4,622 shares, except that AH EP III, the general partner of AH Fund III-A, may be deemed to hav these shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deemed vote these shares.		
	PERSON WITH	6	SHARED VOTING POWER See response to row 5.		
			SOLE DISPOSITIVE POWER 4,622 shares, except that AH EP III, the general partner of AH Fund III-A, may be deemed to hav of these shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deer power to dispose of these shares.		
		8	SHARED DISPOSITIVE POWER See response to row 7.		
9	AGGREGATE AMOU	NT BENEI	TCIALLY OWNED BY EACH REPORTING PERSON	4,622 ¹	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
11	PERCENT OF CLASS	REPRESE	NTED BY AMOUNT IN ROW (9)	0.1% ²	
12	TYPE OF REPORTING	G PERSON	*	PN	

¹ Consists of (i) 4,169 shares of Common Stock and (ii) 453 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

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1	NAME OF REPORTING PERSONS	
	Andreessen Horowitz Fund III-B, L.P. ("AH Fund III-B")	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) \Box (b)) 🛛
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING		5	SOLE VOTING POWER 6,603 shares, except that AH EP III, the general partner of AH Fund III-B, may be deemed to have sole power to vote these shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deemed to have shared power to vote these shares.	
	PERSON WITH		SHARED VOTING POWER See response to row 5.	
		7	SOLE DISPOSITIVE POWER 6,603 shares, except that AH EP III, the general partner of AH Fund III-B, may be deemed to have sole power to dispose of these shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deemed to have shared power to dispose of these shares.	
			SHARED DISPOSITIVE POWER See response to row 7.	
9	AGGREGATE AMOUNT	BENEF	CIALLY OWNED BY EACH REPORTING PERSON 6,603	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.			
12	TYPE OF REPORTING PERSON* PN			

¹ Consists of (i) 5,956 shares of Common Stock and (ii) 647 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSIP N	D. 81947T201			13 G	Page 5 of 19		
1	NAME OF REPORTING PE	RSONS					
	Andreessen Horowit	tz Fund I	II-Q, L.P. ("AH Fund III-Q")				
2	CHECK THE APPROPRIAT	E BOX	IF A MEMBER OF A GROUP*		(a) □ (b) ⊠		
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE C Delaware	OF ORG	ANIZATION				
NUMBER OF 5 SHARES BENEFICIALLY OWNED BY EACH			SOLE VOTING POWER 43,933 shares, except that AH EP III, the general partner of AH Fund III-Q, may be deemed to have sole power to vote these shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deemed to have shared power to vote these shares.				
	REPORTING PERSON WITH	6	SHARED VOTING POWER See response to row 5.				
		7		33 shares, except that AH EP III, the general partner of AH Fund III-Q, may be deemed to have sole power to dis ese shares, and Andreessen and Horowitz, the managing members of AH EP III, may be deemed to have shared			
		8	SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMOUNT	BENEF	ICIALLY OWNED BY EACH REPORT	TING PERSON	43,933 ¹		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS RE	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.7% ²					
12	TYPE OF REPORTING P	ERSON*	¢		PN		

¹ Consists of (i) 39,628 shares of Common Stock and (ii) 4,305 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSIP	NO. 81947T201			13 G	Page 6 of 19			
1		NAME OF REPORTING PERSONS AH Equity Partners III, L.L.C. ("AH EP III")						
	AH Equity Partner	rs III, L.L	C. ("AH EP III")					
2	CHECK THE APPROPRIA	ATE BOX	IF A MEMBER OF A GROUP*		(a) □ (b) ⊠			
3	SEC USE ONLY							
4	CITIZENSHIP OR PLACE Delaware	E OF ORG	ANIZATION					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		5	6,603 are directly owned by AH Fu partner of AH Fund III, AH Fund II	nd III-B and 43,933 are directly o II-A, AH Fund III-B and AH Fund	, 4,622 are directly owned by AH Fund III-A, wned by AH Fund III-Q. AH EP III, the general d III-Q, may be deemed to have sole power to vote of AH EP III, may be deemed to have shared power			
	WITH	6	SHARED VOTING POWER See response to row 5.					
			are directly owned by AH Fund III- AH Fund III, AH Fund III-A, AH F	B and 43,933 are directly owned Fund III-B and AH Fund III-Q, ma	, 4,622 are directly owned by AH Fund III-A, 6,603 by AH Fund III-Q. AH EP III, the general partner of ty be deemed to have sole power to dispose of these EP III, may be deemed to have shared power to			
		8	SHARED DISPOSITIVE POWER See response to row 7.					
9	AGGREGATE AMOUN	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 623,6						
10	CHECK BOX IF THE A	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS F	REPRESE	NTED BY AMOUNT IN ROW (9)		9.5% ²			
12	TYPE OF REPORTING	PERSON	*		00			

¹ Consists of (i) 562,517 shares of Common Stock and (ii) 61,113 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).
 ² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSIP	NO. 81947T201			13 G	Page 7 of 19			
1	NAME OF REPORTING PERSONS							
	AH Parallel Fun	nd III, L.P. ('	'AH Parallel III'')					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) \Box (b) \boxtimes							
3	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware							
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH			sole power to vote these shares, an	AH EP Parallel III"), the general partner of AH nd Andreessen and Horowitz, the managing to vote these shares.			
			SHARED VOTING POWER See response to row 5.					

		7	SOLE DISPOSITIVE POWER 35,939 shares, except that AH EP Parallel III, the general partner of AH Parallel III, may be deemed to dispose of these shares, and Andreessen and Horowitz, the managing members of AH EP Parallel to have shared power to dispose of these shares.	
		8	SHARED DISPOSITIVE POWER See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			35,939 ¹
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			0.5% ²
12	TYPE OF REPORTING PERSON*			PN

¹ Consists of (i) 32,346 shares of Common Stock and (ii) 3,593 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

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<u>г г</u>							
1	NAME OF REPORTING PE	ERSONS					
	AH Parallel Fund I	II-A L P	("AH Parallel III-A")				
2	CHECK THE APPROPRIA	TE BOX	F A MEMBER OF A GROUP*				
					(a) □ (b) ⊠		
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE	OF ORG/	NIZATION				
	Delaware						
	NUMBER OF	5	SOLE VOTING POWER				
	SHARES	5		the general partner of A	AH Parallel III-A, may be deemed to have sole power to		
	BENEFICIALLY		vote these shares, and Andreessen and Horowitz, the managing members of AH EP Parallel III, may be deemed to ha shared power to vote these shares.				
(OWNED BY EACH REPORTING						
	PERSON	6	SHARED VOTING POWER				
	WITH		See response to row 5.				
		7	SOLE DISPOSITIVE POWER				
		,	292 shares, except that AH EP Parallel III,	AH Parallel III-A, may be deemed to have sole power to			
					ing members of AH EP Parallel III, may be deemed to		
			have shared power to dispose of these share	es.			
		8	SHARED DISPOSITIVE POWER				
			See response to row 7.				
9	AGGREGATE AMOUNT	BENEF	CIALLY OWNED BY EACH REPORTING	G PERSON	292 ¹		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
12	TYPE OF REPORTING F	PERSON*			PN		
1							

¹ Consists of (i) 263 shares of Common Stock and (ii) 29 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

1	NAME OF REPORTING	3 PERSONS	3					
	AH Parallel Fur	AH Parallel Fund III-B, L.P. ("AH Parallel III-B")						
2	CHECK THE APPROPR	RIATE BOX	T IF A MEMBER OF A GROUP* (a) \Box (b) 🗵				
3	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware							
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SOLE VOTING POWER 418 shares, except that AH EP Parallel III, the general partner of AH Parallel III-B, may be deemed to have sole pov vote these shares, and Andreessen and Horowitz, the managing members of AH EP Parallel III, may be deemed to h shared power to vote these shares.					
			SHARED VOTING POWER See response to row 5.					
			SOLE DISPOSITIVE POWER 418 shares, except that AH EP Parallel III, the general partner of AH Parallel III-B, may be deemed to have sole pow dispose of these shares, and Andreessen and Horowitz, the managing members of AH EP Parallel III, may be deeme have shared power to dispose of these shares.					
		8	SHARED DISPOSITIVE POWER See response to row 7.					
9	AGGREGATE AMOU	JNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON	418 ¹				
10	CHECK BOX IF THE	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						
11	PERCENT OF CLASS	S REPRESE	NTED BY AMOUNT IN ROW (9)	0.0% ²				
12	TYPE OF REPORTIN	IG PERSON	1*	PN				

¹ Consists of (i) 376 shares of Common Stock and (ii) 42 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).
 ² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

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					·····		
1	NAME OF REPORTING PE	AME OF REPORTING PERSONS					
	AH Parallel Fund III	-Q, L.P.	("AH Parallel III-Q")				
2	CHECK THE APPROPRIAT	E BOX I	F A MEMBER OF A GROUP*		(a) □ (b) ⊠		
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE C Delaware	OF ORGA	ANIZATION				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		5		d Horowitz, the managing m	H Parallel III-Q, may be deemed to have sole power embers of AH EP Parallel III, may be deemed to		
	REPORTING PERSON WITH	6	SHARED VOTING POWER See response to row 5.				
		7		sen and Horowitz, the manag	H Parallel III-Q, may be deemed to have sole power ing members of AH EP Parallel III, may be deemed		
8			SHARED DISPOSITIVE POWER See response to row 7.				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,77				2,778 ¹		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*						

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	0.0% ²
12	TYPE OF REPORTING PERSON*	PN

¹ Consists of (i) 2,500 shares of Common Stock and (ii) 278 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSIP	NO. 81947T201		1	3 G	Page 11 of 19
1		NAME OF REPORTING PERSONS AH Equity Partners III (Parallel), L.L.C. ("AH EP Parallel III")			
2	CHECK THE APPROPI	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) □ (b) ⊠			
3	SEC USE ONLY	SEC USE ONLY			
4	CITIZENSHIP OR PLA Delaware	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		5	SOLE VOTING POWER 39,427 shares, of which 35,939 are directly owned are directly owned by AH Parallel III-B and 2,778 general partner of AH Parallel III, AH Parallel III- sole power to vote these shares, and Andreessen an deemed to have shared power to vote these shares.	are directly owned by AH A, AH Parallel III-B and A	I Parallel III-Q. AH EP Parallel III, the AH Parallel III-Q, may be deemed to have
	WITH		SHARED VOTING POWER See response to row 5.		
		7	SOLE DISPOSITIVE POWER 39,427 shares, of which 35,939 are directly owned are directly owned by AH Parallel III-B and 2,778 general partner of AH Parallel III, AH Parallel III- sole power to dispose of these shares, and Andrees be deemed to have shared power to dispose of these	are directly owned by AH A, AH Parallel III-B and A sen and Horowitz, the man	I Parallel III-Q. AH EP Parallel III, the AH Parallel III-Q, may be deemed to have
		8	SHARED DISPOSITIVE POWER See response to row 7.		
9	AGGREGATE AMO	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 39			39,427 ¹
10	CHECK BOX IF THI	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLAS	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.6%			0.6% ²
12	TYPE OF REPORTI	TYPE OF REPORTING PERSON*			

¹ Consists of (i) 35,485 shares of Common Stock and (ii) 3,942 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

 2 Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

CUSIP NO. 81947T201		13 G	Page 12 of 19
1	NAME OF REPORTING PERSONS Marc Andreessen ("Andreessen")		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		(a) □ (b) ⊠
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen		

	NUMBER OF SHARES	5	SOLE VOTING POWER 0 shares	
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6	SHARED VOTING POWER 663,057 shares, of which 568,472 are directly owned by AH Fund III, 4,622 are directly owned by A 6,603 are directly owned by AH Fund III-B, 43,933 are directly owned by AH Fund III-Q, 35,939 a AH Parallel III, 292 are directly owned by AH Parallel III-A, 418 are directly owned by AH Paralle are directly owned by AH Parallel III-Q. Andreessen is a managing member of AH EP III, the gener Fund III, AH Fund III-A, AH Fund III-B and AH Fund III-Q, and a managing member of AH EP Pa general partner of AH Parallel III, AH Parallel III-A, AH Parallel III-B and AH Parallel III-Q, and r have shared power to vote these shares.	re directly owned by l III-B, and 2,778 ral partner of AH arallel III, the
		7	SOLE DISPOSITIVE POWER 0 shares	
		8	SHARED DISPOSITIVE POWER 663,057 shares, of which 568,472 are directly owned by AH Fund III, 4,622 are directly owned by A 6,603 are directly owned by AH Fund III-B, 43,933 are directly owned by AH Fund III-Q, 35,939 a AH Parallel III, 292 are directly owned by AH Parallel III-A, 418 are directly owned by AH Paralle are directly owned by AH Parallel III-Q. Andreessen is a managing member of AH EP III, the gener Fund III, AH Fund III-A, AH Fund III-B and AH Fund III-Q, and a managing member of AH EP Pa general partner of AH Parallel III, AH Parallel III-A, AH Parallel III-B and AH Parallel III-Q, and r have shared power to dispose of these shares.	re directly owned by l III-B, and 2,778 ral partner of AH arallel III, the
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 663		663,057 ¹	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.19		10.1% ²	
12	TYPE OF REPORTING PERSON* IN			IN

¹ Consists of (i) 598,002 shares of Common Stock and (ii) 65,055 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

13 G CUSIP NO. 81947T201 Page 13 of 19 1 NAME OF REPORTING PERSONS Benjamin Horowitz ("Horowitz") 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) 🗌 (b) 🗵 3 SEC USE ONLY 4 CITIZENSHIP OR PLACE OF ORGANIZATION U.S. Citizen NUMBER OF 5 SOLE VOTING POWER SHARES BENEFICIALLY 6 SHARED VOTING POWER OWNED BY EACH 663,057 shares, of which 568,472 are directly owned by AH Fund III, 4,622 are directly owned by AH Fund III-A, REPORTING 6,603 are directly owned by AH Fund III-B, 43,933 are directly owned by AH Fund III-Q, 35,939 are directly owned by PERSON AH Parallel III, 292 are directly owned by AH Parallel III-A, 418 are directly owned by AH Parallel III-B, and 2,778 WITH are directly owned by AH Parallel III-Q. Horowitz is a managing member of AH EP III, the general partner of AH Fund III, AH Fund III-A, AH Fund III-B and AH Fund III-Q, and a managing member of AH EP Parallel III, the general partner of AH Parallel III, AH Parallel III-A, AH Parallel III-B and AH Parallel III-Q, and may be deemed to have shared power to vote these shares. 7 SOLE DISPOSITIVE POWER 0 shares. SHARED DISPOSITIVE POWER 8 663,057 shares, of which 568,472 are directly owned by AH Fund III, 4,622 are directly owned by AH Fund III-A, 6,603 are directly owned by AH Fund III-B, 43,933 are directly owned by AH Fund III-Q, 35,939 are directly owned by AH Parallel III, 292 are directly owned by AH Parallel III-A, 418 are directly owned by AH Parallel III-B, and 2,778 are directly owned by AH Parallel III-Q. Horowitz is a managing member of AH EP III, the general partner of AH Fund III, AH Fund III-A, AH Fund III-B and AH Fund III-Q, and a managing member of AH EP Parallel III, the general partner of AH Parallel III, AH Parallel III-A, AH Parallel III-B and AH Parallel III-Q, and may be deemed to have shared power to dispose of these shares. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 663,057¹

10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.1% ²
12	TYPE OF REPORTING PERSON*	IN

¹ Consists of (i) 598,002 shares of Common Stock and (ii) 65,055 shares of Common Stock that are subject to the Earnout Terms (as defined in the Joint Proxy Statement / Consent Solicitation Statement / Prospectus filed with the SEC on September 7, 2021).

² Percentage based on an estimated 6,547,873 shares of the Issuer's Common Stock outstanding as of November 9, 2023, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2023 after giving effect to a 1-for-8 reverse stock split effected by the Issuer on June 22, 2023.

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ITEM 1(A). NAME OF ISSUER

Shapeways Holdings, Inc. (the "Issuer")

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

12163 Globe St. Livonia, MI 48150

ITEM 2(A). NAME OF PERSONS FILING

This Amendment No. 1 to Schedule 13G is filed by Andreessen Horowitz Fund III, L.P., a Delaware limited partnership ("AH Fund III'), Andreessen Horowitz Fund III-A, L.P., a Delaware limited partnership ("AH Fund III-A"), Andreessen Horowitz Fund III-B, L.P., a Delaware limited partnership ("AH Fund III-B"), Andreessen Horowitz Fund III-Q, L.P., a Delaware limited partnership ("AH Fund III-B"), Andreessen Horowitz Fund III-Q, L.P., a Delaware limited partnership ("AH Fund III-B"), Andreessen Horowitz Fund III-B, the "AH Fund III-Q, L.P., a Delaware limited partnership ("AH Fund III-B, the "AH Fund III Entities"), AH Equity Partners III, L.L.C., a Delaware limited liability company ("AH EP III"), AH Parallel Fund III-A, L.P., a Delaware limited partnership ("AH Parallel Fund III-A, L.P., a Delaware limited partnership ("AH Parallel III-A"), AH Parallel Fund III-A, L.P., a Delaware limited partnership ("AH Parallel III-A"), AH Parallel Fund III-A, L.P., a Delaware limited partnership ("AH Parallel Fund III-B, L.P., a Delaware limited partnership ("AH Parallel Fund III-B, L.P., a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, L.P., a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, ALP, a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, ALP, a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, L.P., a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, ALP, a Delaware limited partnership ("AH Parallel III-A"), AH Parallel III-B, the "AH Parallel III-Q, L.P., a Delaware limited partnership ("AH Parallel III-A"), and together with AH Parallel III-A and AH Parallel III-B, the "AH Parallel III-Q, L.P., a Delaware limited partnership ("AH Parallel III-A"), and together with AH Parallel III-A and AH Parallel III-B, the "AH Parallel III Entities"), AH Equity Partners III (Parallel), L.L.C., a Delaware limited liability company ("AH EP Parallel III"), Marc Andreessen ("Andreessen") and Benjamin Horowitz ("Horowitz").

AH EP III is the general partner of each of the AH Fund III Entities and may be deemed to have sole power to vote and sole power to dispose of shares of the Issuer directly owned by each of the AH Fund III Entities. And reessen and Horowitz are managing members of AH EP III and may be deemed to have shared power to vote and shared power to dispose of shares of the Issuer directly owned by each of the AH Fund III Entities.

AH EP Parallel III is the general partner of each of the AH Parallel III Entities and may be deemed to have sole power to vote and sole power to dispose of shares of the Issuer directly owned by each of the AH Parallel III Entities. Andreessen and Horowitz are managing members of AH EP Parallel III and may be deemed to have shared power to vote and shared power to dispose of shares of the Issuer directly owned by each of the AH Parallel III Entities.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE

The address for each of the Reporting Persons is:

Andreessen Horowitz 2865 Sand Hill Road, Suite 101 Menlo Park, California 94025

ITEM 2(C) <u>CITIZENSHIP</u>

See Row 4 of cover page for each Reporting Person.

ITEM 2(D) <u>TITLE OF CLASS OF SECURITIES</u>

Common Stock, \$0.0001 par value per share.

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		CUSIP NUMBER	ITEM 2(E)
		81947T201	
		Not applicable.	ITEM 3.
		OWNERSHIP	ITEM 4.
		81947T201 Not applicable.	ITEM 3.

The following information with respect to the ownership of the Common Stock of the Issuer by the Reporting Persons is provided as of December 31, 2023.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Under certain circumstances set forth in the limited partnership agreements of AH Fund III, AH Fund III-A, AH Fund III-B, AH Fund III-Q, AH Parallel III, AH Parallel III-A, AH Parallel III-B and AH Parallel III-Q, and the limited liability company agreements of AH EP III and AH EP Parallel III, the general partner and limited partners or members, as the case may be, of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by each such entity of which they are a partner or a member, as the case may be.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

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ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2024

Andreessen Horowitz Fund III, L.P. Andreessen Horowitz Fund III-A, L.P. Andreessen Horowitz Fund III-B, L.P. Andreessen Horowitz Fund III-Q, L.P.

By: AH Equity Partners III, L.L.C. Its: General Partner

By: /s/ Phil Hathaway Phil Hathaway, Chief Operating Officer

AH Equity Partners III, L.L.C.

	An Equity Partners III, L.L.C.	
	By: /s/ Phil Hathaway	
	Phil Hathaway, Chief Operati	ng Officer
	AH Parallel Fund III, L.P.	
	AH Parallel Fund III-A, L.P.	
	AH Parallel Fund III-B, L.P.	
	AH Parallel Fund III-Q, L.P.	
	By: AH Equity Partners III (Paralle	el), L.L.C.
	Its: General Partner	~~
	By: /s/ Phil Hathaway	
	Phil Hathaway, Chief Operati	ng Officer
	AH Equity Partners III (Parallel)), L.L.C.
	By: /s/ Phil Hathaway	
	Phil Hathaway, Chief Operati	ng Officer
	Marc Andreessen	
	Wart Andressen	
	/s/ Phil Hathaway	
	Phil Hathaway	
	Attorney-in-fact for Marc Andreess	sen*
	Benjamin Horowitz	
	/s/ Phil Hathaway	
	Phil Hathaway	
	Attorney-in-fact for Benjamin Horo	owitz*
*Signed pursuant to a Power of Attorney already on file with the U.S. Securities and Ex	change Commission.	
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EXHIBI	T INDEX	
		Found on
		Sequentially
Exhibit		Numbered Page

Exhibit A: Agreement of Joint Filing

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<u>EXHIBIT A</u>

Agreement of Joint Filing

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of Shapeways Holdings, Inc. shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: February 14, 2024

Andreessen Horowitz Fund III, L.P. Andreessen Horowitz Fund III-A, L.P. Andreessen Horowitz Fund III-B, L.P. Andreessen Horowitz Fund III-Q, L.P.

By: AH Equity Partners III, L.L.C. Its: General Partner

By: /s/ Phil Hathaway

Phil Hathaway, Chief Operating Officer

AH Equity Partners III, L.L.C.

By: /s/ Phil Hathaway Phil Hathaway, Chief Operating Officer

AH Parallel Fund III, L.P. AH Parallel Fund III-A, L.P.

AH Parallel Fund III-B, L.P. AH Parallel Fund III-Q, L.P.

By: AH Equity Partners III (Parallel), L.L.C. Its: General Partner

By: /s/ Phil Hathaway Phil Hathaway, Chief Operating Officer

AH Equity Partners III (Parallel), L.L.C.

By: /s/ Phil Hathaway Phil Hathaway, Chief Operating Officer

Marc Andreessen

/s/ Phil Hathaway Phil Hathaway Attorney-in-fact for Marc Andreessen*

Benjamin Horowitz

/s/ Phil Hathaway

Phil Hathaway Attorney-in-fact for Benjamin Horowitz*

*Signed pursuant to a Power of Attorney already on file with the U.S. Securities and Exchange Commission.