SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

(Last) (First) (Middle) 12/06/2022 below)	30-02 48TH A	. ,	(Middle)	1. Name and Address of Reporting Person [*] <u>Campbell Leslie C.G.</u>				2. Issuer Name and Ticker or Trading Symbol Shapeways Holdings, Inc. [SHPW]							Person(s	10% Ov	vner
4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Appendic A		VENUE													Other (s below)		specify
(Street) LONG ISLAND CITY NY 11101 Form filed by More than One Rep (City) (State) (Zip) State Form filed by More than One Rep 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 Deneficially Owned (Instr. 4) 6. Ownership Form: Direct (n) (Instr. 4) Common Stock 12/06/2022 P P 50,000 A \$0.6288(1) 137,828 D					4. If Am	endment, Date o	f Original F	iled (N	lonth/Day/Ye	ear)				•	0.		able Line)
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, (Month/Day/Year) 3. Transaction Code (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned 5. Amount of Pollowing Reported Transaction(s) (Instr. 3 and 4) 6. Ownership Form: Direct (I) Following Reported Transaction(s) (Instr. 3 and 4) 6. Ownership Form: Direct (I) (Instr. 4) Common Stock 12/06/2022 P 50,000 A \$0.6288(I) 137,828 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Table J. Derivative Securities Acquired, Disposed of, or Beneficially Owned 137,828 D	LONG ISLAN	ND NY	11101											•		-	ig Person
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. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, and 4) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) 6. Ownership Form: Direct (1) (Instr. 4) Common Stock 12/06/2022 P 50,000 A \$0.6288(1) 137,828 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	(City)	(State)	(Zip)														
Date (Month/Day/Year) Date if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction (B) Of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) Form: Direct (I) Following Reported Transaction(s) Common Stock 12/06/2022 P P 50,000 A \$0.6288(!) 137,828 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned			Table I - N	on-Der	ivative	Securities A	cquired	, Dis	posed of,	or Be	nefi	cially Ow	ned				
Code V Amount (A) or (D) Price (Instr. 3 and 4) Common Stock 12/06/2022 P 50,000 A \$0.6288(1) 137,828 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	Date				Execution Date		ction			or Disposed	Securities Beneficially Owned Following Reported			7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned					Duyriculy		Code (I			. o, 4 unu	-,		Beneficial Following	ly Owned Reported	or Indi	irect (I)	Beneficial Ownership
					Juyreury		r) 8)	Instr.		(A) o		Price	Beneficial Following Transactio	ly Owned Reported on(s)	or Indi	irect (I)	Beneficial
	Common Stocl	k		12/00			r) Code (I 8) Code	Instr.	Amount	(A) o (D)	r		Beneficial Following Transactic (Instr. 3 an	ly Owned Reported on(s) nd 4)	or Indi (Instr. /	irect (I) 4)	Beneficial Ownership
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Security 3. Transaction Date (Month/Day/Year) 3. A. Deemed Execution Date (Month/Day/Year) 4. Transaction Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 4) 9. Number of derivative Security Security (Instr. 4) 10. Owners Owners Direct or Indir Following (Instr. 4)	Common Stocl	k	Table II	- Deriva	5/2022 ative Se	(Month/Day/Yes	r) Code (I 8) Code P Puired, I	v Dispo	Amount 50,000	(A) o (D) A r Bene	fici	\$0.6288 ⁽¹⁾ ally Own	Beneficial Following Transactic (Instr. 3 an 137,	ly Owned Reported on(s) nd 4)	or Indi (Instr. /	irect (I) 4)	Beneficial Ownership

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$0.62 to \$0.6375, inclusive. The reporting person undertakes to provide to the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares acquired at each separate price within the ranges set forth in this footnote 1 to this Form 4.

(D)

Date

Exercisable

Expiration

Title

Date

Remarks:

/s/ Robert Lawsky, Attorney-in-Fact 12/08/2022

** Signature of Reporting Person

Number

of Shares

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).

Code V (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.

KNOW ALL BY THESE PRESENTS, the undersigned, as a Section 16 reporting person of Shapeways Holdings, Inc. (the "Company"), hereby constitutes and appoints each of Greg Kress, Robert Lawsky and Al

(1) execute for and on behalf of the undersigned a Form ID Application and/or "Update Passphrase Confirmation," if required, and submit the same to the United States Securities and Exchange Commi (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company or as a holder of 10% or more of the Company's securities, Forms 3, 4

(3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Form 3, 4 or 5 or similar form or report required by s amendments thereto, and file such form or report with the United States Securities and Exchange Commission and any stock exchange or similar authority or appropriate state or foreign regulator; a

(4) take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of or legally required understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions a approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exer capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 19

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions i IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

in writess whereor, the undersigned has caused this rower of Actorney to be executed

Dated: December 7, 2022 /s/ Leslie C.G. Campbell Leslie C.G. Campbell