SEC Form 4

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

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to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) WM TECHNOLOGY, INC. [MAPS] Aquila Tony Х Director 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify 10/01/2023 below) below) (Last) (First) (Middle) C/O WM TECHNOLOGY, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 41 DISCOVERY Х Form filed by One Reporting Person Form filed by More than One Reporting (Street) Person 92618 IRVINE CA Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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 / Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	10/01/2023		A		312,500 ⁽¹⁾	Α	\$0.00	1,860,261	D			
Class A Common Stock								2,500,000	Ι	By LLC ⁽²⁾		
Class A Common Stock								1,100,000	Ι	By LLC ⁽³⁾		
Class A Common Stock								50,000	Ι	By Trust ⁽⁴⁾		
Class A Common Stock								50,000	Ι	By Trust ⁽⁵⁾		
Class A Common Stock								50,000	I	By Trust ⁽⁶⁾		

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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	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)				
			L			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents the number of shares of Common Stock underlying restricted stock units ("RSUs"). Each RSU represents the contingent right to receive one share of the Issuer's Common Stock. The RSUs will fully vest in equal annual installments on the date of each remaining annual meeting of stockholders that is part of the Reporting Person's current term, beginning with the annual meeting that is following the Issuer's next annual meeting of stockholders subsequent to the effectiveness of this RSU grant, subject to acceleration, and subject to the Reporting Person's Continuous Service (as defined in the Issuer's 2021 Equity Incentive Plan) through such vesting date.

2. Shares are held directly by AFV Partners SPV-5 (WM) LLC ("AFV 5"). Reporting Person is the Chairman and CEO of AFV Management Advisors LLC, which exercises ultimate voting and investment power with respect to the shares held by AFV 5. Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein

3. Shares are held directly by AFV Partners SPV-6 (WM) LLC ("AFV 6"). Reporting Person is the Chairman and CEO of AFV Management Advisors LLC, which exercises ultimate voting and investment power with respect to the shares held by AFV 6. Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

4. Shares are held directly by Aquila 2007 Irrevocable Trust U/A FBO Elliott Aquila DTD 05/10/2007 (the "Elliott Trust"). Reporting Person is a co-trustee of the Elliot Trust and as such may be deemed to hold voting and dispositive power with respect to the shares held in the Elliott Trust.

5. Shares are held directly by Aquila 2007 Irrevocable Trust U/A FBO Cecily Aquila DTD 05/10/2007 (the "Cecily Trust"). Reporting Person is a co-trustee of the Cecily Trust and as such may be deemed to hold voting and dispositive power with respect to the shares held in the Cecily Trust.

6. Shares are held directly by Aquila 2007 Irrevocable Trust U/A FBO Christopher Aquila DTD 05/10/2007 (the "Christopher Trust"). Reporting Person is a co-trustee of the Christopher Trust and as such may be deemed to hold voting and dispositive power with respect to the shares held in the Christopher Trust.

Remarks:

Tony Aquila, by /s/ Ron A. Metzger, Attorney-in-Fact

10/03/2023

Date

** Signature of Reporting Person

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.