SEC Form 4
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(Street) IRVINE

CA

92618

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0287		
	Estimated average burden			
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934	hours per response:	0.5		
or Section 30(h) of the Investment Company Act of 1940	<u>.</u>			

to Sec obligat	to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934											Number: nated averag s per respons	e burd	3235-0287 len 0.5						
1. Name and Address of Reporting Person*					2. 1	or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>WM TECHNOLOGY, INC.</u> [ MAPS ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner					
(Last) (First) (Middle) C/O WM TECHNOLOGY, INC. 41 DISCOVERY						of Earl	liest Tra	Insactio	ın (Mo	nth/Day/Year)	Officer (give title Other (specify below) below)									
(Street) IRVINE (City)	CA		2618 Zip)	8	4. 11	f Ame	endme	ent, Dat	e of Ori	ginal F	Filed (Month/D	ay/Year	6. Individual or Joint/Group Filing (Check Applicab Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					son		
		Table	I - N	Non-Deriva	tive	Sec	curit	ies A	cquire	ed, D	) isposed o	f, or E	Benefi	icially	Owne	ed				
1. Title of Security (Instr. 3) 2. T Dat			2. Transaction Date (Month/Day/Ye	ear)	2A. Deemed Execution Date,		Date,	3. Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			and 5) Securities Beneficial Owned Fo		ties cially   Following	6. Owners Form: Dire (D) or Indi (I) (Instr. 4	ect rect	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D) Price			Reported Transaction( (Instr. 3 and 4				(Instr. 4)	
Class A 0	Common St	ock		06/16/202	22				S		10,093	D	\$4.6	<b>633</b> <sup>(1)</sup>	30	30,280		D		
Class A G	Common St	ock		06/21/202	:2			A		41,493(2)	Α	\$ <mark>0</mark>	\$0.00		1,773	D				
Class V (	Class V Common Stock <sup>(3)(4)</sup>															19,278,067				
Class V (	Class V Common Stock <sup>(3)(4)</sup>												8,40	69,191	I		By LLC <sup>(5)</sup>			
Class V Common Stock <sup>(3)(4)</sup>												1,570,959			By LLC <sup>(6)</sup>					
		Tal	ble I	II - Derivati							sposed of, , convertik				Owned	ł				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Conversion Date or Exercise (Month/Day/Year Price of Derivative		3A. Deemed 4 Execution Date, T if any C		4. Transaction Code (Instr. 8)		5. Numbe		ate Ex	ercisable and	7. Title and Amount of Securities Underlying Derivative Security (In: 3 and 4)		8. F Der Sec (Ins	ivative de curity Se str. 5) Be Ov Fo Re Tra	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	y Direct (D) or Indirec (I) (Instr.	t (D) lirect	Beneficial Ownership t (Instr. 4)	
					Code	e v	(4	A) (D)	) Date	e rcisab	Expiration le Date	Title	Amour or Numbe of Shares	er						
	nd Address of Id Justin	Reporting Person <sup>*</sup>																		
		(First) LOGY, INC.	(	(Middle)																
(Street) IRVINE		CA	ç	92618																
(City)		(State)	(	(Zip)		-														
		Reporting Person <sup>*</sup> Oup, LLC																		
(Last)(First)(Middle)C/O WM TECHNOLOGY, INC.41 DISCOVERY				-																

(City)	(State)	(Zip)						
1. Name and Address of Reporting Person <sup>*</sup> WM Founders Legacy II, LLC								
(Last) C/O WM TECHN( 41 DISCOVERY	(Middle)							
(Street) IRVINE	СА	92618						
(City)	(State)	(Zip)						

## Explanation of Responses:

1. Price reported is a weighted-average sales price. The shares were sold at prices ranging from \$4.58 to \$4.74. The Reporting Person will provide upon request to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.

2. 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 on the earlier of June 21, 2023 or the date of the Issuer's next annual meeting of stockholders, 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.

3. These shares of Class V common stock ("Class V Common Stock") of the Issuer (as defined below) provide no economic rights in the Issuer to the holder thereof. However, each holder of Class V Common Stock will be entitled to vote with the holders of Class A common stock ("Class A Common Stock") of the Issuer, with each share of Class V Common Stock entitling the holder to a number of votes equal to the number of Post-Merger Class A Units (as described in footnote 4 below) held by such Class V Common Stock holder at the time of such vote.

4. Post-Merger Class A Units represent non-voting limited liability company interests of WM Holding Company, LLC. Pursuant to the terms of an exchange agreement, these Class A units and an equivalent number of shares of Class V Common Stock are exchangeable on a one-for-one basis for shares of Class A Common Stock. These exchange rights do not expire.

5. Shares are held directly by Ghost Media Group, LLC ("Ghost Media") is controlled by Mr. Hartfield. Accordingly, Mr. Hartfield may be deemed to be a beneficial owner of the shares held by Ghost Media Group, LLC.

6. Shares are held directly by WM Founders Legacy II, LLC ("WM Founders") is controlled by Mr. Hartfield. Accordingly, Mr. Hartfield may be deemed to be a beneficial owner of the shares held by WM Founders.

## Remarks:

 Justin Hartfield, by /s/ Ron A.
 06/21/2022

 Metzger, Attorney-in-Fact
 06/21/2022

 Ghost Media Group,LLC, by
 06/21/2022

 Justin Hartfield, Manager, by
 06/21/2022

 /s/ Ron A. Metzger, Attorney 06/21/2022

 in-Fact
 06/21/2022

 WM Founders Legacy II,
 06/21/2022

 LLC, by Justin Hartfield,
 06/21/2022

 Manager, by /s/ Ron A.
 06/21/2022

 Metzger, Attorney-in-Fact
 06/21/2022

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.