SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION 205/0

Check this box in ologier subject to bidglatons may continue. See instruction (10). STATE LINEAR OF OF CHARGES IN DERREPORTAC OWNERSTIFF Filed pursuant to Section 18(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Estimated average burden hours per response: Check this box to indicate that a transaction was made pursuant to a contract, instruction or within plan for the purchase or sale of equity securities of the issue that is intended to satisfy the affirmative defense conditions of Rule 1005-1(c). See instruction 10. S. Relationship of Reporting Person(s) to Issue (Check all applicable) Director 10% Own (Last) (First) (Middle) C/O MATTERPORT, INC 352 EAST JAVA DRIVE (Street) SUNNYVALE CA 94089 (City) (State) (Zip) 2. Issuer Name and Ticker or Trading Symbol Matterport, Inc./DE [MTTR] 5. Relationship of Reporting Person(s) to Issue (Order all applicable) Director 10% Own Officer (give title Other (spe below) Chief Revenue Officer (give title Other (spe below) Chief Revenue Officer (give title Other (spe below) Chief Revenue Officer SUNNYVALE CA 94089 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Street) SUNNYVALE (CA 94089 8. Individual or Joint/Group Filing (Check Applicable) Director Person 1. Title of Security (Instr. 3) 2. Transaction (Month/Day/Year) 3. Ascurites Acquired, Disposed of (o) (Instr. 3, 4 art 5) 5. Anount of Securities Transaction (Instruction (Street) Summer Science (Instr. (Nonth/Day/Year)			T dom	ington, E	.0.2			OMB APPROVAL							
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	Date		Date	ear)	Execution Date, if any	Transaction Code (Instr.					d 5)	Securities Beneficially Owned Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)	Price		Transaction(s)			
Class A Common Stock 09/01/2024 M M 22,500 A \$0.00 1,327,736 D	Class A Common Stock		09/01/202	24		М		22,500	A	\$ <mark>0</mark> .	.00	1,327,736	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S⁽¹⁾

45,455

30.974

A

D

\$0.00

\$4,4157(2)

1,373,191

1,342,217

D

D

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. Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Inst 3, 4 and 5)			vative urities uired or osed) (Instr.	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(3)	09/01/2024		М			22,500	(4)	(4)	Class A Common Stock	22,500	\$0.00	1,428,975	D	
Restricted Stock Unit	(3)	09/01/2024		М			45,455	(5)	(5)	Class A Common Stock	45,455	\$0.00	1,383,520	D	

Explanation of Responses:

Class A Common Stock

Class A Common Stock

1. The sales reported on this Form 4 represent shares automatically sold in a non-discretionary transaction to cover taxes and fees in connection with the vesting and settlement of restricted stock unit awards. 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$4.35 to \$4.46. The reporting person undertakes to provide Matterport, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

3. Each restricted stock unit represents a contingent right to receive one share of the Company's Class A Common Stock.

09/01/2024

09/03/2024

4. The restricted stock units commenced vesting on March 1, 2023 and the underlying shares will vest in equal quarterly installments thereafter until fully vested on March 1, 2027.

5. The restricted stock units commenced vesting on March 1, 2024 and the underlying shares will vest in equal quarterly installments thereafter until fully vested on March 1, 2028.

Remarks:

/s/ Matthew Zinn, Attorney-in-09/04/2024 Fact

** Signature of Reporting Person 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).

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.