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

OMB APPROVAL OMB Number 3235-0287 Estimated average burder 0.5 hours per response:

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

1. Name and Address of Reporting Person [*] Kortlang Benjamin John						2. Issuer Name and Ticker or Trading Symbol <u>Luminar Technologies, Inc./DE</u> [LAZR]								(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last)	(First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 12/02/2020									Officer (g below)	ive title				
C/O LUMINAR TECHNOLOGIES, INC. 2603 DISCOVERY DRIVE, SUITE 100						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) ORLANDO																d by More	than C	ne Reportir	ng Person	
(City)	(State)	(Zi	p)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Date					ate E Month/Day/Year) if		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 ar				nd 5) 5. Amount Securities Beneficiall Following Transactio		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount		(A) or (D)	Price	(Instr. 3 and 4)				(Instr. 4)		
Class A Common Stock 12/02					/02/2020				А		15,947,553		A	(1)	15,947,553			Ι	By G2VP I, LLC for itself and as nominee for G2VP Founders Fund I, LLC ⁽²⁾	
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y		te Sec ear) Der			4) Amount	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Date		Expiration			or Number						

Explanation of Responses:

1. On December 2, 2020, pursuant to that certain Agreement and Plan of Merger, dated as of August 24, 2020 (the "Merger Agreement"), by and among Gores Metropoulos, Inc. (the "Issuer"), Luminar Technologies, Inc., a Delaware corporation ("Legacy Luminar") and the other parties thereto, the Issuer completed its initial business combination (the "Business Combination"). As a result of the Business Combination, the Issuer changed its name to Luminar Technologies, Inc. In connection with the Business Combination and in accordance with the Merger Agreement, 701,262 shares of Class A Common Stock of Legacy Luminar, 461,852 shares of Series A Preferred Stock of Legacy Luminar and 6,839 shares of Series X Preferred Stock of Legacy Luminar were converted into the right to receive 15,947,553 shares of Class A Common Stock of the Issuer. The issuance of the shares was approved by the Issuer's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.

Exercisable

(D)

(A)

Title

Date

2. The Reporting Person, along with Brook Porter, Daniel Oros and David Mount, are the managing members of G2VP I Associates, LLC, which is the managing member of G2VP I, LLC for itself and as nominee for G2VP Founders Fund I, LLC ("G2VP"), and therefore, may be deemed to hold voting and dispositive power over the shares held by G2VP. The Reporting Person disclaims beneficial ownership of the shares held by G2VP except to the extent of his pecuniary interest therein.

Remarks:

/s/ Benjamin J. Kortlang

** Signature of Reporting Person

of Shares

12/04/2020 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

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.