FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

I	OMB APPROVAL									
l	OMB Number: 3235-02									
l	Estimated average burden									
l	hours per response:	0.5								

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

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 Add Gores Metr	<u>(</u>	2. Issuer Name and Ticker or Trading Symbol Gores Metropoulos, Inc. [ GMHI ]									ionship of R all applicabl Director		erson(	,	ner				
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 03/18/2019									Officer (gi below)	ve title		Other (s below)	pecify	
C/O GORES METROPOULOS, INC. 9800 WILSHIRE BLVD.						4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(Street) BEVERLY HILLS CA 90212														Form filed	d by More t	than O	ne Reportin	g Person	
(City)	(State	·) (2	Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Date					ransaction e nth/Day/Year)		eemed ition Date, h/Day/Year)	Transaction Dispo			ities Acquired d Of (D) (Instr		sind 5) Securities Beneficial Following		ly Owned or I Reported (Ins		Direct (D) lirect (I) 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Pri	ice	Transaction (Instr. 3 and				(Instr. 4)	
	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/Yea	Code	Transaction Code (Instr.		mber of ative ities red (A) or sed of (D) 3, 4 and	6. Date Exercisable and Expiration Date (Month/Day/Year)			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		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title		ount or ober of res		(Instr. 4)	on(s)			
Class F Common Stock	(1)	03/18/2019		D <sup>(2)</sup>			781,250	(1)		(1)	Class A Common Stock	781	1,250	(2)	9,925,0	00	D <sup>(3)</sup>		

## **Explanation of Responses:**

- 1. Pursuant to the Amended and Restated Certificate of Incorporation of Gores Metropoulos, Inc. (the "Issuer"), shares of Class F common stock, par value \$0.0001 per share (the "Class F Shares") have no expiration date and (i) are convertible into shares of Class A common stock, par value \$0.0001 per share ("Class A Shares"), of the Issuer at any time at the option of the holder on a one-for-one basis and (ii) will automatically convert into Class A Shares at the time of the Issuer's initial business combination on a one-for-one basis, in each case, subject to adjustment as described under the heading "Description of Securities-Founder Shares" in the Issuer's registration statement on Form S-1 (File No. 333-228739).
- 2. The reporting person forfeited 781,250 Class F Shares to the Issuer for no consideration, which was exempted pursuant to Rule 16b-3(e), in connection with the election of the underwriters of the Issuer's initial public offering not to exercise the remaining unused portion of the over-allotment option.
- 3. Each of the reporting person's managing members may be deemed to beneficially own the Class F Shares owned directly by the reporting person and the Class A Shares into which such Class F Shares are convertible. Each managing member is filing a separate report on Form 3 to reflect its respective pecuniary interest in such securities.

## Remarks:

/s/ Andrew McBride, Attorney-in-Fact 03/20/2019

\*\* 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.