

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0287
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person * <u>AEG Holdings, LLC</u>  (Last) (First) (Middle) <u>C/O GORES METROPOULOS, INC.</u> <u>9800 WILSHIRE BLVD.</u>  (Street) <u>BEVERLY HILLS CA 90212</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Gores Metropoulos, Inc. [ GMHI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/18/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			

**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 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) (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
Class F Common Stock	(1)	03/18/2019		D <sup>(2)</sup>			390,625	(1)	(1)	Class A Common Stock	390,625	(2)	4,962,500	I	See Footnote <sup>(2)(3)</sup>

1. Name and Address of Reporting Person \*  
AEG Holdings, LLC  
 (Last) (First) (Middle)  
C/O GORES METROPOULOS, INC.  
9800 WILSHIRE BLVD.  
 (Street)  
BEVERLY HILLS CA 90212  
 (City) (State) (Zip)

1. Name and Address of Reporting Person \*  
Gores Alec E  
 (Last) (First) (Middle)  
C/O GORES METROPOULOS, INC.  
9800 WILSHIRE BLVD.  
 (Street)  
BEVERLY HILLS CA 90212  
 (City) (State) (Zip)

**Explanation of Responses:**

- 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).
- Consists of the Reporting Persons' (as defined below) pecuniary interest in 390,625, or 50%, of the aggregate of 781,250 shares of Class F common stock forfeited by Gores Metropoulos Sponsor LLC ("Sponsor"), of which AEG Holdings, LLC ("AEG") is a managing member. The Sponsor forfeited the 781,250 shares of Class F common stock 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.



## Joint Filer Information

Name of Joint Filer: AEG Holdings, LLC

Address of Joint Filer: c/o Gores Metropoulos, Inc.  
9800 Wilshire Blvd.  
Beverly Hills, CA 90212

Relationship of Joint Filer to Issuer: 10% Owner; Director

Issuer Name and Ticker or Trading Symbol: Gores Metropoulos, Inc. [GMHI]

Date of Event Requiring Statement:  
(Month/Day/Year): 03/18/2019

Designated Filer: AEG Holdings, LLC

Name of Joint Filer: Alec Gores

Address of Joint Filer: c/o Gores Metropoulos, Inc.  
9800 Wilshire Blvd.  
Beverly Hills, CA 90212

Relationship of Joint Filer to Issuer: 10% Owner; Director; Officer  
(Chief Executive Officer)

Issuer Name and Ticker or Trading Symbol: Gores Metropoulos, Inc. [GMHI]

Date of Event Requiring Statement:  
(Month/Day/Year): 03/18/2019

Designated Filer: AEG Holdings, LLC