FORM 4

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

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

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
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).

1. Name and Address of Reporting Person* Prime Movers Lab Fund I LP			2. Issuer Name and Momentus In					Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director X 10% Owner								
(Last) (First) (Middle)			3. Date of Earliest T 09/22/2023	ransacti	on (Mo	onth/Day/Yea		Officer (give title Other (specify below) below)								
P.O. BOX 1282	29			4. If Amendment, D	ate of Or	iginal	Filed (Month/	Day/Yea	ar) 6. I Lin	ndividual or Joint/Gro	oup Filing (Ched	ck Applicable				
(Street) JACKSON	WY	8300	)2							Form filed by C	One Reporting F More than One F					
(City)	(State)	(Zip)		Rule 10b5-1	(c) Tr	ans	action In	dicat	ion							
				Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
	-	Table I -	Non-Derivat	tive Securities	Acquir	ed, I	Disposed	of, or	Beneficia	lly Owned						
1. Title of Security	y (Instr. 3)		2. Transaction Date (Month/Day/Yea	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	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership				
					Code	v	Amount	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)				
Class A commo	n stock		09/22/2023		S		13,574	D	\$2.3862	109,098	D <sup>(1)(6)</sup>					
Class A commo	n stock		09/22/2023		S		5,381	D	\$2.3862 <sup>(7</sup>	43,245	I	Held by Momentus PML SPV 1 LP <sup>(2)(6)</sup>				
Class A commo	n stock		09/22/2023		S		1,060	D	\$2.3862 <sup>(7</sup>	8,520	I	Held by Momentus PML SPV 2 LP <sup>(3)(6)</sup>				
Class A commo	n stock		09/22/2023		S		2,630	D	\$2.3862 <sup>(7)</sup>	21,133	I	Held by Momentus PML SPV 3 LP <sup>(4)(6)</sup>				
Class A commo	n stock		09/22/2023		S		1,048	D	\$2.3862 <sup>(7</sup>	8,418	I	Held by Prime Movers Growth Fund I LP <sup>(5)(6)</sup>				
Class A commo	n stock		09/25/2023		S		31,261	D	\$2.0445(8	77,837	D <sup>(1)(6)</sup>					
Class A commo	n stock		09/25/2023		S		12,392	D	\$2.0445 <sup>(8</sup>	30,853	I	Held by Momentus PML SPV 1 LP <sup>(2)(6)</sup>				
Class A Commo	on Stock		09/25/2023		S		2,442	D	\$2.0445 <sup>(8</sup>	6,078	I	Held by Momentus PML SPV 2 LP <sup>(3)(6)</sup>				
Class A Commo	on Stock		09/25/2023		S		6,056	D	\$2.0445(8	15,077	I	Held by Momentus PML SPV 3 LP <sup>(4)(6)</sup>				
Class A Commo	on Stock		09/25/2023		S		2,412	D	\$2.0445 <sup>(8</sup>	6,006	I	Held by Prime Movers Growth Fund I LP <sup>(5)(6)</sup>				
Class A Commo	on Stock		09/26/2023		S		17,202	D	\$1.9127(9	60,635	D <sup>(1)(6)</sup>					

Title of Security (Instr. 3)  Class A Common Stock		Date	Date Execution (Month/Day/Year) if any		2A. Deemed Execution Date, if any (Month/Day/Year)		action (Instr.		Acquired (A) or (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I)	irect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)	(Instr. 4)		(111501. 4)	
		09/26/202	3			S		6,819	D	\$1.9127 <sup>(§</sup>	24,	034	I		Held by Momentu PML SPV 1 LP <sup>(2)(6)</sup>	
Class A Common Stock		09/26/2023	3			S		1,344	D	\$1.9127 <sup>(§</sup>	4,	734	I		Held by Momentu PML SPV 2 LP <sup>(3)(6)</sup>	
Class A C	Class A Common Stock		09/26/2023	3			S		3,332	D	\$1.9127 <sup>(§</sup>	) 11,	745	I		Held by Momentu PML SPV 3 LP <sup>(4)(6)</sup>
Class A Common Stock		09/26/202	3			S		1,327	D	\$1.9127 <sup>(5</sup>	4,	679	I		Held by Prime Movers Growth Fund I	
														l	- 1	$LP^{(5)(6)}$
		Tal	ble II - Derivati										d			[P(2)(6)
Derivative Security	2. Conversion or Exercise Price of Derivative Security	Tal  3. Transaction Date (Month/Day/Year)	(e.g., pu 3A. Deemed Execution Date,	4. Trans		5. Num	nts, op ober 6. I Ex tive ties ed	Date Expiration	converti	7. Tit Amo Secu Unde	tle and unt of urities erlying vative urity (Instr.		9. Number derivative Securitie Beneficial Owned Following Reported Transacti (Instr. 4)	e Over Seally Direction or Green (I)		11. Natu p of Indire Benefic Owners t (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	(e.g., pu 3A. Deemed Execution Date, if any	4. Trans	nsaction e (Inst	5. Num of or. Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	nts, op aber 6. Ex (M tive tites ed sed 3, 4	Date Expiration	ercisable and n Date and n Date ay/Year)	7. Tit Amo Sect Undd Deriv Sect 3 and	ecurities)  tle and unt of urities erlying vative urity (Instr. d 4)  Amount or Number of	8. Price of Derivative Security	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti	e Over Seally Direction or Green (I)	). wnershi orm: irect (D)	11. Natu p of Indire Benefici Owners t (Instr. 4)
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	(e.g., pu 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Trans Code 8)	nsaction e (Inst	5. Num of or. Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	nts, op ber 6. Ex (M sed 33, 4	Date Expiration on the // Date Expiration on	ercisable and n Date and n Date ay/Year)	7. Tit Amo Sect Undd Derit Sect 3 and	ecurities)  tle and unt of urities erlying vative urity (Instr. d 4)  Amount or Number of	8. Price of Derivative Security	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti	e Over Seally Direction or Green (I)	). wnershi orm: irect (D)	11. Natu p of Indire Benefici OwnersI t (Instr. 4)
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Derivative Security (Instr. 3)  1. Name ar Prime 1  (Last)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)  Reporting Person*	(e.g., pu 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Trans Code 8)	nsaction e (Inst	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	nts, op ber 6. Ex (M sed 33, 4	Date Expiration on the // Date Expiration on	ercisable and n Date and n Date ay/Year)	7. Tit Amo Sect Undd Derit Sect 3 and	ecurities)  tle and unt of urities erlying vative urity (Instr. d 4)  Amount or Number of	8. Price of Derivative Security	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti	e Over Seally Direction or Green (I)	). wnershi orm: irect (D)	11. Natu p of Indire Benefici Owners t (Instr. 4)

Prime Movers 1	Lab Fund I LP	
(Last) P.O. BOX 12829	(First)	(Middle)
(Street) JACKSON	WY	83002
(City)	(State)	(Zip)
1. Name and Address of Sloss Dakin	of Reporting Person*	
(Last) C/O PRIME MOV	(First) ERS LAB, P.O. BO	(Middle) K 12829
(Street) JACKSON	WY	83002
(City)	(State)	(Zip)
1. Name and Address of Prime Movers (	of Reporting Person* Growth Fund I L	<u>P</u>
(Last) P.O. BOX 12829	(First)	(Middle)
(Street) JACKSON	WY	83002
(City)	(State)	(Zip)

	ess of Reporting Pers							
(Last)	(First)	(Middle)						
C/O PRIME M	OVERS LAB, P.O	D. BOX 12829						
(Street)								
JACKSON 	WY	83002						
(City)	(State)	(Zip)						
	ess of Reporting Persons SPML SPV 2							
(Last)	(First)	(Middle)						
C/O PRIME M	OVERS LAB, P.O	D. BOX 12829						
(Street)		00000						
JACKSON 	WY	83002						
(City)	(State)	(Zip)						
	ess of Reporting Personal SPV 3 LF							
(Last)	(First)	(Middle)						
C/O PRIME MOVERS LAB, P.O. BOX 12829								
(Street)								
JACKSON	WY	83002						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. Held by Prime Movers Lab Fund I LP ("PML"). Prime Movers Lab GP I LLC ("PML GP") is the general partner of PML.
- 2. Held by Momentus PML SPV 1 LP ("PML SPV 1"). PML GP is the general partner of PML SPV 1.
- $3. \ Held \ by \ Momentus \ PML \ SPV \ 2 \ LP \ ("PML \ SPV \ 2"). \ Prime \ Movers \ Lab \ GP \ II \ LLC \ ("PML \ GP \ II") \ is \ the \ general \ partner \ of \ PML \ SPV \ 2.$
- 4. Held by Momentus PML SPV 3 LP ("PML SPV 3"). PML GP II is the general partner of PML SPV 3.
- $5. \ Held \ by \ Prime \ Movers \ Growth \ Fund \ I \ LP \ ("PM \ Growth"). \ Prime \ Movers \ Growth \ GP \ I \ LLC \ ("PM \ Growth \ GP") \ is \ the \ general \ partner \ of \ PM \ Growth.$
- 6. Dakin Sloss is the manager of PML GP, PML GP, II and PM Growth GP, and may be deemed to beneficially own the securities held by PML, PML SPV 2, PML SPV 3 and PM Growth. Mr. Sloss disclaims any beneficial ownership of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its pecuniary interest therein.
- 7. The price of \$2.3862 per share represents a weighted average of purchase prices ranging from \$2.26 to \$2.76 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- 8. The price of \$2.0445 per share represents a weighted average of purchase prices ranging from \$1.87 to \$2.39 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- 9. The price of \$1.9127 per share represents a weighted average of purchase prices ranging from \$1.76 to \$2.01 per share. The reporting person undertakes to provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

/s/ Taylor Frankel, Authorized

Person on behalf of the 09/26/2023

General Partner of each

Reporting Person

<u>Dakin Sloss /s/ Taylor</u> <u>Frankel, Attorney-in-fact</u> <u>09/26/2023</u>

\*\* Signature of Reporting Person Date

 $Reminder: \ Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

- $^{\star}$  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.