FORM 4

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

Washington.	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL									
	OMB Number: 3235-0287									
l	Estimated average burden									
l	hours por rosponso:									

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

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 ar		Reporting Person	*	2. Issuer Name <b>and</b> Ticker or Trading Sy <u>Symbotic Inc.</u> [ SYM ]							Symbol		Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner										
(Last)	(1	First)	(Middle)			B. Date of Earliest Transaction (Month/Day/Year) 07/24/2023								Officer (give title Other (specify below)									
C/O SYI	MBOTIC II	NC. 200 RESEA	RCH DRI	VE	4	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable								
(Ctroot)					—									Line)   Form filed by One Reporting Person									
(Street) WILMIN	NGTON N	ИA	01887										X Form filed by More than One Reporting Perso										
					— F	Rul	e 1	0b5-1(c)	Tran	sac	tion Ind	lication	<u> </u>										
(City) (State) (Zip)					[	7 0	Check	, ,	icate that	a tran	saction was n	nade pursu	ant to a co	ntract,	instruction or	written pl	lan that is	intended to	satisfy the				
			Table I - N	Non-D	erivat	ive	Sec	curities A	cauire	d. D	isposed	of. or B	enefici	iallv	Owned								
1. Title of Security (Instr. 3)			2. Transa Date (Month/D		on 2A. De Execut (Year) if any		2A. Deemed Execution Date,		3. Transac	Transaction Disposed O Code (Instr.		ies Acquired (A) or Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	irect In direct B .4) O	Nature of direct eneficial wnership					
									Code	v	Amount	(A) o	r Price	•	Reported Transaction(s) (Instr. 3 and 4)				nstr. 4)				
Class V-1	. Common	Stock <sup>(2)(3)</sup>		07/2	24/2023	3			J <sup>(1)(2)</sup> (3)		6,362,80	08 D	(1)(2	2)(3)	0(4)		I	R M	y The BC fillennium rust <sup>(4)</sup>				
Class V-3	lass V-3 Common Stock <sup>(2)(3)</sup> 07/24		24/2023	023		J <sup>(1)(2)</sup> (3)		7,897,44	42 D	(1)(2	2)(3)	153,647,127 <sup>(4)</sup>		I	R M	y The BC fillennium rust <sup>(4)</sup>							
Class A C	Common St	ock		07/2	24/2023	3			J <sup>(1)(2)</sup> (3)		14,260,2	250 A	(1)(2	2)(3)	14,260,2	I By The RBC Millenn Trust <sup>(4)</sup>		BC fillennium					
Class A C	Common St	ock		07/2	25/2023	3			S <sup>(1)</sup>		14,260,2	250 D	\$28	3.05	5 0(4)		I RBC Mill		y The BC fillennium rust <sup>(4)</sup>				
Class V-1 Common Stock <sup>(2)(3)</sup>													545,835	5 <sup>(4)</sup>	I		y The Jill ohen Mill rust <sup>(4)</sup>						
Class V-3 Common Stock <sup>(2)(3)</sup>													13,858,144 <sup>(4)</sup>		I	c	y The Jill ohen Mill rust <sup>(4)</sup>						
Class V-1	Common	Stock <sup>(2)(3)</sup>		07/2	24/2023	023		J <sup>(2)(3)</sup> (5)		2,058,42	20 D	(2)(3	3)(5)	4,571,502 <sup>(6)</sup>		I	B S	y pouse <sup>(6)</sup>					
Class V-3	Common :	Stock <sup>(2)(3)</sup>		07/2	24/2023	2023 J <sup>(2)(3)</sup> 1,506,642 D (2)(3)(5)		3)(5)	211,187,404 <sup>(6)</sup>		I	B S	y pouse <sup>(6)</sup>										
Class A Common Stock 07/24/20		24/2023	023		J <sup>(2)(3)</sup> (5)		3,565,062 A (2)(		3)(5)	3,565,062 <sup>(6)</sup>		B S	y pouse <sup>(6)</sup>										
Class A Common Stock 07/25/2			25/2023	3			S <sup>(5)</sup>	s <sup>(5)</sup> 3,565,062 D \$28.05		0(6)	0 <sub>(e)</sub> I		B S	y pouse <sup>(6)</sup>									
			Table I					rities Acc							wned								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	d Date,	4. Transac Code (Ir 8)	tion	5. N Der Sec Acc	Jumber of ivative curities quired (A) or posed of (D) str. 3, 4 and	6. Date Exerc Expiration D (Month/Day/		6. Date Exerc		6. Date Exerci Expiration Dat (Month/Day/Ye		isable and	sable and 7. Title and Amo Securities Unde		t of	t of ng 8. Price of Derivative Security (Instr. 5) Bend Own Folic Repc		ties cially d ving ted	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amoun Number Shares										
Symbotic Holdings Units <sup>(2)(3)</sup>	(2)(3)	07/24/2023			J <sup>(1)(2)</sup> (3)			14,260,250	(2)(3	3)	(2)(3)	Class A Common Stock	14,260	0,250	50 (2)(3) 153,647,12		17,127 <sup>(4)</sup>	I	By The RBC Millennium Trust <sup>(4)</sup>				
Symbotic Holdings Units <sup>(2)(3)</sup>	(2)(3)								(2)(3	3)	(2)(3)	Class A Common Stock	14,403	3,979		14,403	3,979 <sup>(4)</sup>	I	By The Jilll Cohen Mill Trust <sup>(4)</sup>				

	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. Transac Code (Ir 8)		Deri Seci Acq Disp	erivative Expiration Dat		6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		piration Date Securities Underlying onth/Day/Year) Security		rities Underlying Derivative ative Security		9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)				
Symbotic Holdings Units <sup>(2)(3)</sup>	(2)(3)	07/24/2023		J <sup>(2)(3)</sup> (5)			3,565,062	(2)(3)	(2)(3)	Class A Common Stock	3,565,062	(2)(3)	215,758,906 <sup>(6)</sup>	I	By Spouse <sup>(6)</sup>		

1. Name and Address of Reporting Person* <u>Cohen Janet L</u>											
(Last)											
C/O SYMBOTIC INC. 200 RESEARCH DRIVE											
(Street)											
WILMINGTON	MA	01887									
(City)	(Zip)										
1. Name and Address of Reporting Person*  RBC Millennium Trust											
(Last)	(First)	(Middle)									
C/O SYMBOTIC INC., 200 RESEARCH DRIVE											
(Street)											
WILMINGTON	WILMINGTON MA 01887										
(City)	(State)	(Zip)									

## **Explanation of Responses:**

- 1. On July 25, 2023, The RBC Millennium Trust sold 14,260,250 shares of Class A Common Stock (the "Stock Sale") for an aggregate purchase price of \$400,000,000. In anticipation of the Stock Sale, on July 24, 2023, The RBC Millennium Trust redeemed 14,260,250 Symbotic Holdings Units in exchange for an equal number of shares of Class A Common Stock (the "Redemption"). In connection with the Redemption, Symbotic Holdings LLC ("Symbotic Holdings") cancelled the Symbotic Holdings Units and the Issuer cancelled and retired for no consideration the redeemed 6,362,808 shares of Class V-1 Common Stock and 7,897,442 shares of Class V-3 Common Stock.
- 2. The term "Symbotic Holdings Units" is used herein to represent limited liability company units of Symbotic Holdings and an equal number of paired shares of Class V-1 Common Stock or Class V-3 Common Stock of the Issuer, which, pursuant to the limited liability company agreement of Symbotic Holdings, are together redeemable by the holder on a one-for-one basis for a share of Class A Common Stock of the Issuer, subject to conversion rate adjustments for stock splits, stock dividends, reclassification and other similar transactions, and in accordance with other terms and conditions set forth in Symbotic Holdings' Second Amended and Restated Limited Liability Company Agreement, dated as of June 7, 2022. Upon redemption, the Issuer will cancel the Symbotic Holdings Units and cancel and retire for no consideration the redeemed shares of Class V-1 Common Stock or Class V-3 Common Stock, as applicable.
- 3. (Continued from Footnote 2) Shares of Class V-1 Common Stock of the Issuer have no economic rights and each share of Class V-1 Common Stock entitles its holder to 1 vote per share. Shares of Class V-3 Common Stock of the Issuer have no economic rights and each share of Class V-3 Common Stock entitles its holder to 3 votes per share.
- 4. Following the Stock Sale and the Redemption, Janet L. Cohen may be considered the beneficial owner of (i) 153,647,127 shares of Class V-3 Common Stock held of record by The RBC Millennium Trust, for which Ms. Cohen is a co-trustee and one of the beneficiaries thereof and (ii) 13,858,144 shares of Class V-3 Common Stock and 545,835 shares of Class V-1 Common Stock held of record by The Jill Cohen Mill Trust, for which Ms. Cohen is a co-trustee and members of Ms. Cohen's immediate family are beneficiaries and, in each case, an equal number the paired Symbotic Holdings Units.
- 5. On July 25, 2023, the Richard B. Cohen Revocable Trust sold 3,565,062 shares of Class A Common Stock (the "Spousal Stock Sale") for an aggregate purchase price of \$100,000,000. In anticipation of the Spousal Stock Sale, on July 24, 2023, the Richard B. Cohen Revocable Trust redeemed 3,565,062 Symbotic Holdings Units in exchange for an equal number of shares of Class A Common Stock (the "Spousal Redemption"). In connection with the Spousal Redemption, Symbotic Holdings cancelled the Symbotic Holdings Units and the Issuer cancelled and retired for no consideration the 2,058,420 shares of Class V-1 Common Stock and 1,506,642 shares of Class V-3 Common Stock that were redeemed.
- 6. Following the Spousal Stock Sale and the Spousal Redemption, Janet L. Cohen may be considered to have an additional indirect pecuniary interest in 215,758,906 Symbotic Holdings Units (including the equivalent number of paired shares of Class V-3 Common Stock) held by the Richard B. Cohen Revocable Trust, RBC 2021 4 Year GRAT and RJJRP Holdings, Inc., (together, the "Spousal Shares") in which Ms. Cohen's spouse is the trustee or Chief Executive Officer, as applicable, and to which members of Ms. Cohen's immediate family have a pecuniary interest. Janet L. Cohen does not have voting or investment control over the Spousal Shares and disclaims beneficial ownership of the Spousal Shares except to the extent that Ms. Cohen may be considered to have an indirect pecuniary interest therein. This report shall not be deemed an admission that the Reporting Persons are the beneficial owners of the Spousal Shares for purposes of Section 16 or for any other purpose.

## Remarks:

/s/ Corey Dufresne, Attorney-in-Fact for Janet L. Cohen 07/27/2023

/s/ Corey Dufresne, Attorney-in-Fact for RBC Millennium Trust

07/27/2023

\*\* 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.