SEC Form 4	ŀ
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

						. ,							
1. Name and Address of Reporting Person*				er Name and Ticke		rmbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Rhodin Micha	<u>ael D.</u>		<u>Sym</u>	botic Inc. [S	YMJ		X	Director	10% C	Owner			
,								Officer (give title		(specify			
(Last)	(First)	(Middle)	3. Date 06/07	e of Earliest Transa	ction (Month/D	ay/Year)		below)	below				
C/O SYMBOTIC	CINC 2001	RESEARCH DRIVE	00/07	/2022									
	c 11 (c., 2 00)												
(Chra at)			4. lf Ar	nendment, Date of	Original Filed	Month/Day/Year)	6. Indiv	idual or Joint/Group	Filing (Check Ap	oplicable			
(Street) WILMINGTON	МА	01887					X	Form filed by One	Reporting Perso	on			
	WIT	01007						Form filed by Mor	e than One Repo	orting			
(City)	(State)	(Zip)						Person					
	(State)	(Zip)											
		Table I - Non-D	erivative S	Securities Acc	uired, Dis	oosed of, or Benefic	ially C	wned					
1 Title of Security	(Instr 3)	2	Transaction	2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature of			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities A Disposed Of (E			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Class A Common Stock	06/07/2022		A ⁽¹⁾		50,000	Α	\$1 <mark>0</mark>	50,000	D	
Class V-1 Common Stock ⁽²⁾⁽³⁾	06/07/2022		A ⁽²⁾		735,388	Α	(2)	735,388	D	

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)	any Transaction		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	e s I (A) sed str.	Expiration Date (Month/Day/Year)				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 Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Symbotic Holdings Units ⁽²⁾⁽³⁾	(3)	06/07/2022		Α		735,388		(3)	(3)	Class A Common Stock	735,388(3)	(2)(3)	735,388	D	

Explanation of Responses:

1. Acquired pursuant to a Subscription Agreement, dated December 12, 2021, between the Issuer and Michael Rhodin.

2. Represents Symbotic Holdings Units received as consideration for limited liability company units of Warehouse Technologies LLC ("Warehouse") in connection with the Agreement and Plan of Merger, dated December 12, 2021, by and among the Issuer, Saturn Acquisition (DE) Corp., Warehouse and Symbotic Holdings LLC ("Symbotic Holdings"), as described in the Issuer's final prospectus filed with the Securities and Exchange Commission on June 1, 2022.

3. 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 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. Upon redemption, the Issuer will cancel the Symbotic Holdings Units and cancel and retire for no consideration the redeemable shares of Class V-1 Common Stock. 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.

/s/ Corey Dufresne, Attorney-in-Fact 06/09/2022

** 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.