Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	20549
vvasilington,	D.O.	20070

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

OMB APPROVAL		
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Estimated average burden		
hours per response.	0.5	

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) Nuvve Holding Corp. [NVVE] Robson David Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 03/31/2023 Chief Financial Officer C/O NUVVE HOLDING CORP. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 2468 HISTORIC DECATUR ROAD, SUITE 200 Line) Form filed by One Reporting Person X Form filed by More than One Reporting SAN DIEGO 92106 CA Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) 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-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature Disposed Of (D) (Instr. 3, 4 and Form: Direct (D) or Indirect of Indirect Beneficial Date **Execution Date** Transaction Securities Code (Instr. (Month/Day/Year) if any Beneficially 5) (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership (Instr. 4) Transaction(s) (A) or (D) ν Price Code Amount (Instr. 3 and 4) 19,818(1) 03/31/2023 Common Stock A A \$0.7 181,154.65 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 1. Title of 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Date (Month/Day/Year) Expiration Date (Month/Day/Year) Conversion Execution Date, Transaction Derivative Security or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial Direct (D) or Indirect Price of Derivative Securities Acquired Underlying Derivative Beneficially Owned Ownership (Instr. 4) (Instr. 3) (Month/Day/Year) 8) (Instr. 5) (A) or Disposed of (D) (I) (Instr. 4) Security Security (Instr. Following

Explanation of Responses:

1. In connection with the amendment and restatement of Amendment No. 1 to the Reporting Person's employment Agreement dated November 11, 2022, the Reporting Person receives a grant of Common Stock at the end of each month beginning on November 30, 2022 and ending on August 31, 2023.

Date

Exercisable

(Instr. 3, 4 and 5)

(A) (D)

Remarks:

/s/ David Robson

3 and 4)

Title

Expiration

Date

Amount Number

Shares

04/03/2023

Reported Transaction(s)

(Instr. 4)

** 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).

Code

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.