

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|--|--|---|
| 1. Name and Address of Reporting Person* <u>Cook Patrick</u> (Last) (First) (Middle) C/O FTC SOLAR, INC. 9020 N CAPITAL OF TEXAS HWY, SUITE I-260 (Street) AUSTIN TX 78759 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>FTC Solar, Inc. [FTCI]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ X Chief Commercial Officer |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>08/23/2022</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/24/2022</u> | | |

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 | | | |
| Common Stock | 08/23/2022 | | M | | 37,832 | A ⁽¹⁾ | \$0.475 | 296,230 | D | |
| Common Stock | 08/23/2022 | | S | | 37,832 | D ⁽²⁾ | \$4.31 | 258,398 | D | |
| Common Stock | | | | | | | | 94,295 | I | By Trust ⁽³⁾ |
| Common Stock | | | | | | | | 94,295 | I | By Trust ⁽⁴⁾ |

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 |
| Employee Stock Options (right to buy) | \$0.475 | 08/23/2022 | | M | | | 37,832 | (5) | 07/25/2029 | Common Stock | 37,832 | \$0.00 | 737,000 | D | |

Explanation of Responses:

- The common stock reported on this line of this Form 4 was issued as a result of the exercise of employee stock options.
- Represents a weighted average sales price per share for these shares, which were sold in multiple transactions at prices ranging from \$4.25 to \$4.35. The Reporting Person has provided to the Issuer, and undertakes to provide to the staff of the Commission or any security holder of the Issuer, upon request, full information regarding the number of shares sold at each separate price within the range.
- These shares are owned directly by the Patrick Cook 2021 Trust for the benefit of the Reporting Person. The Reporting Person (a) is the sole trustee of the trust and (b) has sole voting and dispositive power with respect to the shares held by the trust. The Reporting Person's spouse has sole power to acquire for herself any assets held in the trust, including the shares, by substituting other property of equivalent value. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that he is the beneficial owner of such securities for Section 16 or any other purpose.
- These shares are owned directly by the Cook 2021 Family Trust for the benefit of the Reporting Person's children. The Reporting Person (a) is the sole investment adviser of the trust, (b) has sole power to direct the trustee as to the voting and disposition of the shares held by the trust, and (c) has sole power to acquire for himself any asset held in the trust, including the shares, by substituting other property of equivalent value. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that he is the beneficial owner of such securities for Section 16 or any other purpose.
- 927,750 of the options are fully vested and exercisable as of August 23, 2022, and the remaining 309,250 options will vest in monthly installments until July 29, 2023.

Remarks:

This Form 4/A amends and restates the original Form 4 filed by the Reporting Person on August 24, 2022 (the "Original Form 4"), which inadvertently excluded the exercise of a stock option on August 23, 2022. This amendment reports such exercise and corrects the number of shares beneficially owned after the sale of shares reported in the Original Form 4. This Form 4/A is also deemed to update the amount of common stock reported as beneficially owned by the Reporting Person in subsequently filed Forms 4 after the date of the Original Form 4 filing.

/s/ Jacob D. Wolf, as Attorney-in-Fact 12/21/2022

** 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.