

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 144**  
**NOTICE OF PROPOSED SALE OF SECURITIES**  
**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

<b>OMB APPROVAL</b>	
OMB Number:	3215-0101
Expires:	July 31, 2021
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<b>SEC USE ONLY</b>	
DOCUMENT SEQUENCE #	
CUSIP NUMBER	
WORK LOCATION	

1. (a) NAME OF ISSUER (Please type or print)		(b) RESIDENT NO		(c) SEC FILING NO	
HYLION HOLDINGS CORP		83-2538002		001-38828-P CODE	
2. (a) ADDRESS OF ISSUER		CITY		STATE	
1200 BMC DRIVE #100		CEDAR PARK		TX 78613	
3. (a) NAME OF PERSON FOR WHOM ACCOUNT IS BEING OPENED AND TYPE SOLD		RELATIONSHIP TO ISSUER		4. (a) ADDRESS STREET	
AXIOMA VENTURES, LLC AXIOMA VENTURES, LLC		Affiliate		1200 BMC DRIVE #100 CEDAR PARK TX 78613	

**INSTRUCTION:** The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3. (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker with Whom Acquiring the Securities	SEC USE ONLY		(c) Number of Shares or Other Units To Be Sold (See instructions)	(d) Aggregate Market Value (See instructions)	(e) Number of Shares or Other Units Outstanding (See instructions)	(f) Approximate Date of Sale (See instructions)	(g) Name of Each Securities Exchange
		Broker-Dealer File Number	SEC File Number					
Common	ROCKEFELLER CAPITAL MANAGEMENT 1 TOWN CENTER ROAD, SUITE 500 BOCA RATON FL 33486			7,509,790	\$56,173,229.20	173,047,745	11-15-2021	NYSE

- INSTRUCTIONS:**
1. (a) Name of issuer
    - (a) Issuer's I.R.S. Identification Number
    - (b) Issuer's S.E.C. File Number, if any
    - (c) Issuer's address, including zip code
    - (d) Issuer's telephone number, including area code
  2. (a) Name of person for whom account is being opened
    - (a) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of the foregoing)
    - (b) Such person's address, including zip code
  3. (a) Title of the class of securities to be sold
    - (a) Name and address of each broker through whom the securities are intended to be sold
    - (b) Number of shares or other units to be sold (if different quantities, give the aggregate value)
    - (c) Aggregate market value of the securities to be sold and a specified date within 10 days prior to the filing of this notice
    - (d) Number of shares or other units of the class represented by the securities to be sold and the date and time of the sale
    - (e) Approximate date on which the securities are to be sold
    - (f) Name of each securities exchange, if any, on which the securities are to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1447 (08-07)  
1.748092.113

# TABLE I -- SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, state gift date donor or gift to)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	08/03/2017	Private Placement <input checked="" type="checkbox"/>	AXIOMA VENTURES, LLC	3,768,820	08/03/2017	Cash/Check <input checked="" type="checkbox"/>
	01/16/2018	Private Placement <input checked="" type="checkbox"/>	AXIOMA VENTURES, LLC	3,768,820	01/16/2018	Cash/Check <input checked="" type="checkbox"/>
	05/30/2018	Private Placement <input checked="" type="checkbox"/>	AXIOMA VENTURES, LLC	678,388	05/30/2018	Cash/Check <input checked="" type="checkbox"/>
	06/15/2018		AXIOMA VENTURES, LLC	3,090,432	06/15/2018	Cash/Check <input checked="" type="checkbox"/>

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

# TABLE II -- SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
AXIOMA VENTURES, LLC 1200 BMC DRIVE #100 CEDAR PARK TX 78613	AXIOMA VENTURES, LLC  HYLION HOLDINGS CORP			\$ 0.00

**REMARKS:**

## INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:** The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given that person makes such representation as of the plan adoption or instruction date.

11-15-2021

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF KNOWN ON JULY 1995-4

SIGNATURE:

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

