

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>SIGULER GUFF ADVISERS, LLC</b>  (Last) (First) (Middle) <b>200 PARK AVE., 23RD FLOOR</b>  (Street)  <b>NEW YORK, NY 10166</b>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>12/23/2021</b>	3. Issuer Name and Ticker or Trading Symbol <b>Fathom Digital Manufacturing Corp [FATH]</b>	
		4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)
			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock <a href="#">(1)</a>	8,597,214	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III, LP <a href="#">(2)</a> <a href="#">(3)</a>
Class A Common Stock <a href="#">(1)</a>	1,556,527	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (F), LP <a href="#">(2)</a> <a href="#">(3)</a>
Class A Common Stock <a href="#">(1)</a>	234,974	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (C), LP <a href="#">(2)</a> <a href="#">(3)</a>
Class A Common Stock <a href="#">(1)</a>	59,812	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES III (UK), LP <a href="#">(2)</a> <a href="#">(3)</a>
Class A Common Stock <a href="#">(1)</a>	2,416,676	I	SIGULER GUFF HP OPPORTUNITIES FUND II, LP <a href="#">(2)</a> <a href="#">(3)</a>
Class A Common Stock <a href="#">(1)</a>	1,375,668	I	SIGULER GUFF AMERICAS OPPORTUNITIES FUND, LP <a href="#">(2)</a> <a href="#">(3)</a>
Class B Common Stock	2,300,994	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (T), LP <a href="#">(2)</a> <a href="#">(3)</a>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Earnout Shares <a href="#">(4)</a>	<a href="#">(4)</a>	<a href="#">(4)</a>	Class A Common Stock	637,448	\$ <a href="#">(4)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III, LP
Earnout Shares <a href="#">(5)</a>	<a href="#">(5)</a>	<a href="#">(5)</a>	Class A Common Stock	115,410	\$ <a href="#">(5)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (F), LP
Earnout Shares <a href="#">(6)</a>	<a href="#">(6)</a>	<a href="#">(6)</a>	Class A Common Stock	17,422	\$ <a href="#">(6)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (C), LP

Earnout Shares <a href="#">(7)</a>	<a href="#">(7)</a>	<a href="#">(7)</a>	Class A Common Stock	4,435	\$ <a href="#">(7)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES III (UK), LP
Earnout Shares <a href="#">(8)</a>	<a href="#">(8)</a>	<a href="#">(8)</a>	Class A Common Stock	179,187	\$ <a href="#">(8)</a>	I	SIGULER GUFF HP OPPORTUNITIES FUND II, LP
Earnout Shares <a href="#">(9)</a>	<a href="#">(9)</a>	<a href="#">(9)</a>	Class A Common Stock	102,000	\$ <a href="#">(9)</a>	I	SIGULER GUFF AMERICAS OPPORTUNITIES FUND, LP
Earnout Shares <a href="#">(10)</a>	<a href="#">(10)</a>	<a href="#">(10)</a>	Class B Common Stock	170,431	\$ <a href="#">(10)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (T), LP
Earnout Shares <a href="#">(10)</a>	<a href="#">(10)</a>	<a href="#">(10)</a>	Class A LLC Units	170,431	\$ <a href="#">(10)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (T), LP
Class A LLC Units <a href="#">(11)</a>	<a href="#">(11)</a>	<a href="#">(11)</a>	Class A Common Stock	2,300,994	\$ <a href="#">(11)</a>	I	SIGULER GUFF SMALL BUYOUT OPPORTUNITIES FUND III (T), LP

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIGULER GUFF ADVISERS, LLC 200 PARK AVE., 23RD FLOOR NEW YORK, NY 10166		X		

## Signatures

SIGULER GUFF ADVISERS, LLC, BY: SIGULER GUFF & COMPANY, LP, BY: SIGULER GUFF HOLDINGS GP, LLC, /s/Joshua Posner, as Authorized Person		01/03/2022
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) On December 23, 2021 (the "Effective Time"), the Issuer, formerly known as Altimar Acquisition Corp. II, acquired Fathom Holdco, LLC ("Fathom") pursuant to a Business Combination Agreement by and among the Issuer, Fathom and certain other parties thereto (the "Business Combination Agreement"). Pursuant to the Business Combination Agreement, at the Effective Time, the outstanding equity interests of Fathom held by the Reporting Person were converted into the right to receive shares of the Issuer's Class A Common Stock or a combination of the Issuer's Class B Common Stock and a like number of Fathom's Class A LLC Units, as applicable. Shares of Class B Common Stock have no economic rights (other than the right to receive the par value of such shares in connection with the liquidation, dissolution or winding up of the Issuer), and each share of Class B Common Stock entitles its holder to one vote per share.

(2) This statement is filed by Siguler Guff Advisers, LLC ("SGA"). SGA is a registered investment adviser to Siguler Guff Small Buyout Opportunities Fund III, LP ("SBOF III"), Siguler Guff Small Buyout Opportunities Fund III (F), LP ("SBOF III (F)"), Siguler Guff Small Buyout Opportunities Fund III (C), LP ("SBOF III (C)"), Siguler Guff Small Buyout Opportunities III (UK), LP ("SBOF III (UK)"), Siguler Guff HP Opportunities Fund II, LP ("SG HP") and Siguler Guff Americas Opportunities Fund, LP ("SG Americas", and together with SBOF III, SBOF III (F), SBOF III (C), SBOF III (UK) and SG HP, the "SG Funds") that directly hold the securities of the Issuer to which this statement relates for the benefit of their respective investors, and in such capacity SGA has voting and dispositive power over such securities. SGA is 100% owned by Siguler Guff & Company, LP.

(3) (Continued from footnote 2) The general partner of Siguler Guff & Company, LP is Siguler Guff Holdings GP, LLC. Each of Siguler Guff SBOF III GP, LLC ("SBOF III GP"), Siguler Guff SBOF III (UK) GP, LLP ("SBOF III (UK) GP"), Siguler Guff HP II GP, LLC ("SG HP GP"), and Siguler Guff Americas GP, LLC ("SG Americas GP") and together with SBOF III GP, SBOF III (UK) GP and SG HP GP, the "SG Fund GPs"), which are the general partners of the applicable SG Funds, is controlled by its sole member, Siguler Guff Capital, LP, which is majority controlled by Andrew Guff and George Siguler. Consequently, Siguler Guff Capital, LP, Andrew Guff and George Siguler may be deemed the beneficial owners of the shares held by the Funds. George W. Siguler, Andrew J. Guff, Donald P. Spencer and Kenneth J. Burns are the owners of Siguler Guff Holdings GP, LLC and the executive officers of SGA.

- The Reporting Person holds an aggregate of 637,448 shares of Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a volume-weighted average price ("VWAP") of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (4) The Reporting Person holds an aggregate of 115,410 shares of Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (5) The Reporting Person holds an aggregate of 17,422 shares of Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (6) The Reporting Person holds an aggregate of 4,435 shares of Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (7) The Reporting Person holds an aggregate of 179,187 shares of Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (8) The Reporting Person holds an aggregate of 102,000 shares of Class A Class A Common Stock that are subject to forfeiture. These earnout shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Class A Common Stock for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (9) The Reporting Person holds an aggregate of 170,431 of the Issuer's Class A LLC Units (the "Earnout Units") and 170,431 shares of the Issuer's Class B Common Stock that are subject to forfeiture (the "Earnout Shares"). The Earnout Units and Earnout Shares will vest in three equal tranches, with each tranche vesting at each of the following share price thresholds: \$12.50, \$15.00 and \$20.00. The achievement of the price threshold will be determined based on a VWAP of the Issuer's Class A Common Stock, for 20 trading days within any 30 trading day period or a change of control transaction of the issuer that implies the same per share value as the applicable price threshold. The earnout period will be five years from the date of the closing of the Business Combination or December 23, 2026. If such vesting requirements are not achieved during the five-year earnout period, such earnout shares will be forfeited.
- (10) The Class A LLC Units are exchangeable (upon delivery of a corresponding number of shares of the Issuer's Class B Common Stock (as reported on Table I hereof)) for (11) shares of the Issuer's Class A Common Stock on a one-for-one basis or an equivalent amount of cash at the option of Fathom pursuant to the terms of the Second Amended and Restated LLC Operating Agreement of Fathom.

**Remarks:**

Exhibit 24 - Powers of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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 number.

POWER OF ATTORNEY

Siguler Guff Advisers, LLC ("SG Advisers") constitutes and appoints each of Ryan Martin, Mark Frost, Steven J. Gavin, James R. Brown and Luisa F. Patoni, or any of them signing singly, and with full power of substitution, SG Advisers's true and lawful attorney-in-fact to:

1. Prepare, execute in SG Advisers's name and on SG Advisers's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID and the Form ID Confirming Statement, including amendments thereto, and any other document necessary or appropriate to obtain codes and passwords enabling SG Advisers to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
2. Execute for and on behalf of SG Advisers, in SG Advisers's capacity as a 10% owner of Fathom Digital Manufacturing Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 16(a), as fully and to all intents and purposes as SG Advisers might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.
3. Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, SG Advisers, it being understood that the documents executed by such attorney-in-fact on behalf of SG Advisers pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

SG Advisers hereby grants to the attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as SG Advisers might or could do if personally present, with full power of substitution or evocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. SG Advisers acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of SG Advisers, are not assuming, nor is the Company assuming, any of SG Advisers's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until SG Advisers is no longer required to file a Form ID, Forms 3, 4 and 5 with respect to SG Advisers's holdings of and transactions in securities issued by the Company, unless earlier revoked by SG Advisers in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, SG Advisers has caused this Power of Attorney to be executed as of this 3rd day of January, 2022.

SIGULER GUFF ADVISERS, LLC

By: SIGULER GUFF & COMPANY, LP

By: SIGULER GUFF HOLDINGS GP, LLC

By: /s/ Joshua Posner

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Name: Joshua Posner  
Title: Authorized Person