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

# SCHEDULE 14A (RULE 14a-101) SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant  $\Box$ 

Check the appropriate box:

Preliminary Proxy Statement

□ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

□ Soliciting Material Pursuant to §240.14a-12

## **DESKTOP METAL, INC.**

(Name of Registrant as Specified In Its Charter) (Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☑ No fee required.

Fee paid previously with preliminary materials.

Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.



\*\* IMPORTANT NOTICE \*\* WE URGE YOU NOT TO LET THIS OPPORTUNITY PASS--VOTE *FOR* THE PROPOSED MERGER TRANSACTION TODAY!

September 13, 2024

Dear Fellow Stockholder:

At the special meeting of stockholders of Desktop Metal, Inc. to be held on October 2, 2024, you will have the opportunity to determine whether:

The merger with Nano Dimension, which we believe gives stockholders the only viable opportunity to realize value for their shares, is approved.

The merger is not approved. If the merger is not approved, Desktop Metal, Inc. is expected to run out of cash by the end of the first quarter 2025, which may (i) require the Company to undertake financings that may be severely dilutive to you and (ii) result in a risk of bankruptcy.

# We believe the choice is clear. Your Board of Directors unanimously recommends that you vote TODAY to protect the value of your investment and recommends that you vote FOR all items on the agenda.

Approval of the proposed merger requires the affirmative vote of the holders of a majority of the outstanding shares of common stock held on the record date. If you do not vote, it has the same effect as voting "Against" the transaction.

To ensure that your shares are represented, we encourage you to take a moment of your time to vote by Internet or by telephone--TODAY.

Very truly yours,

/s/ Ric Fulop

Ric Fulop Co-Founder, Chairman and Chief Executive Officer Desktop Metal, Inc.

## PLEASE ENSURE YOUR SHARES ARE REPRESENTED AT THE SPECIAL MEETING:

If you have any questions or need assistance in voting your shares, please call our proxy solicitor,

INNISFREE M&A INCORPORATED TOLL-FREE, at 1-877-750-8334 OR at +1 (412) 232-3651 (from other locations)

#### Additional Information about the Transaction and Where to Find It

In connection with the proposed transaction, Desktop Metal, Inc. ("Desktop Metal") filed with the SEC a proxy statement (the "Proxy Statement") on August 15, 2024. Desktop Metal may also file other relevant documents with the SEC regarding the proposed transaction. This document is not a substitute for the Proxy Statement or any other document that Desktop Metal may file with the SEC. The definitive Proxy Statement has been mailed to shareholders of Desktop Metal. INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE PROXY STATEMENT AND ANY OTHER RELEVANT DOCUMENTS THAT MAY BE FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THESE DOCUMENTS, CAREFULLY AND IN THEIR ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY CONTAIN OR WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. Investors and security holders can obtain free copies of the Proxy Statement and other documents containing important information about Desktop Metal and the proposed transaction, once such documents are filed with the SEC through the website maintained by the SEC at http://www.sec.gov. Copies of the documents filed with the SEC by the Registrant will be available free of charge on the Registrant's website at https://investors.nano-di.com/sec-filings-1/default.aspx.

## Forward-Looking Statements

This communication contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.

Such forward-looking statements include statements relating to the proposed transaction between Desktop Metal and Nano Dimension Ltd. ("Nano"), including statements regarding the benefits of the transaction and the anticipated timing of the transaction, and information regarding Desktop Metal's business and financial condition, including expectations regarding future cash and outlook of the business, statements that contain projections of results of operations or of financial condition and all other statements other than statements of historical fact that address activities, events or developments that Desktop Metal intends, expects, projects, believes or anticipates will or may occur in the future. Such statements are based on management's beliefs and assumptions made based on information currently available to management. All statements in this communication, other than statements of historical fact, are forward-looking statements that may be identified by the use of the words "outlook," "guidance," "expects," "believes," "anticipates," "should," "estimates," "may," "will," "intends," "projects," "could," "would," "estimate," "potential," "continue," "plan," "target," or the negative of these words or similar expressions. These forward-looking statements involve known and unknown risks and uncertainties, which may cause Desktop Metal's actual results and performance to be materially different from those expressed or implied in the forward-looking statements. Factors and risks that may cause Desktop Metal's or Nano's actual results or performance to be materially different from those expressed or implied in the forward-looking statements include, but are not limited to, (i) the ultimate outcome of the proposed transaction between Desktop Metal and Nano, including the possibility that Desktop Metal's stockholders will reject the proposed transaction; (ii) the effect of the announcement of the proposed transaction on the ability of Desktop Metal to operate its business and retain and hire key personnel and to maintain favorable business relationships; (iii) the timing of the proposed transaction; (iv) the occurrence of any event, change or other circumstance that could give rise to the termination of the proposed transaction; (v) the ability to satisfy closing conditions to the completion of the proposed transaction (including any necessary stockholder approvals); (vi) other risks related to the completion of the proposed transaction and actions related thereto; (vii) those factors and risks described in Item 3.D "Key Information - Risk Factors," Item 4 "Information on the Company", and Item 5 "Operating and Financial Review and Prospects" in Nano's Annual Report on Form 20-F for the year ended December 31, 2023 and Part 1, Item 1A, "Risk Factors" in Desktop Metal's Annual Report on Form 10-K for the year ended December 31, 2023 and Part II, Item 1A, "Risk Factors" in Desktop Metal's most recent Quarterly Reports on Form 10-Q, each filed with the SEC, and in Desktop Metal's other filings with the SEC.

The forward-looking statements included in this communication are made only as of the date hereof. Neither Desktop Metal nor Nano undertake any obligation to update any forward-looking statements to reflect subsequent events or circumstances, except as required by law.