
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Fold Holdings, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

29103K100

(CUSIP Number)

02/14/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 29103K100

Names of Reporting Persons

1

Craft Ventures GP II, LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Number of Shares 5 Sole Voting Power

Beneficially Owned by Each Reporting Person With: 0.00
 Shared Voting Power
 6
 3,643,947.00
 Sole Dispositive Power
 7
 0.00
 Shared Dispositive Power
 8
 3,643,947.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9
 3,643,947.00
 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

 Percent of class represented by amount in row (9)

11
 7.9 %

12
 Type of Reporting Person (See Instructions)
 PN

Comment for Type of Reporting Person: Represents (i) 3,598,173 common shares held by Craft Ventures II, L.P. and (ii) 45,774 common shares held by Craft Ventures Affiliates II, L.P. Craft Ventures GP II, LP is the general partner of Craft Ventures II, L.P. and Craft Ventures Affiliate II, L.P. Based on 46,138,876 common shares outstanding, as set forth in the issuer's Form 8-K filed February 14, 2025. See Item 4 for additional information.

SCHEDULE 13G

CUSIP No. 29103K100

1
 Names of Reporting Persons
 Craft Ventures II, L.P.
 Check the appropriate box if a member of a Group (see instructions)

2
 (a)
 (b)

3
 Sec Use Only
 Citizenship or Place of Organization

4
 DELAWARE
 Sole Voting Power
 5
 0.00

Number of Shares Beneficially Owned by Each Reporting Person With: 0.00
 Shared Voting Power
 6
 3,598,173.00
 Sole Dispositive Power
 7
 0.00
 Shared Dispositive Power
 8
 3,598,173.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9
 3,598,173.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11 7.8 %

Type of Reporting Person (See Instructions)

12 PN

Comment for Type of Reporting Person: Based on 46,138,876 common shares outstanding, as set forth in the issuer's Form 8-K filed February 14, 2025. See Item 4 for additional information.

SCHEDULE 13G

CUSIP No. 29103K100

Names of Reporting Persons

1 Craft Ventures Affiliates II, L.P.

Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

Citizenship or Place of Organization

4 DELAWARE

Sole Voting Power

5

0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

6

Shared Voting Power

45,774.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

45,774.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9 45,774.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11 0.1 %

Type of Reporting Person (See Instructions)

12 PN

Comment for Type of Reporting Person: Based on 46,138,876 common shares outstanding, as set forth in the issuer's Form 8-K filed February 14, 2025. See Item 4 for additional information.

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Fold Holdings, Inc.

Address of issuer's principal executive offices:

(b)

11201 North Tatum Blvd., Suite 300, Unit 42035, Phoenix, AZ 85028

Item 2.

Name of person filing:

(a)

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of: Craft Ventures GP II, LP Craft Ventures II, L.P. Craft Ventures Affiliates II, L.P.

Address or principal business office or, if none, residence:

(b)

The principal business address of each of the Reporting Persons is 855 Front Street, San Francisco, CA 94111.

Citizenship:

(c)

State of Delaware

Title of class of securities:

(d)

Common Stock, par value \$0.0001 per share

CUSIP No.:

(e)

29103K100

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c)

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d)

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e)

An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

(f)

An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);

(g)

A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h)

A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

(k)

Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

(a)

The information contained on the cover page to this Schedule 13G is incorporated by reference into this Item 4.

Percent of class:

(b)

Craft Ventures GP II, LP - 7.9%* Craft Ventures II, L.P. - 7.8% Craft Ventures Affiliates II, L.P. - 0.1% * Represents (i) 3,598,173 common shares held by Craft Ventures II, L.P. and (ii) 45,774 common shares held by Craft Ventures Affiliates II, L.P. Craft Ventures GP II, LP is the general partner of Craft Ventures II, L.P. and Craft Ventures Affiliate II, L.P. %

(c)

Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Craft Ventures GP II, LP - 0 Craft Ventures II, L.P. - 0 Craft Ventures Affiliates II, L.P. - 0

(ii) Shared power to vote or to direct the vote:

Craft Ventures GP II, LP - 3,643,947* Craft Ventures II, L.P. - 3,598,173 Craft Ventures Affiliates II, L.P. - 45,774 * Represents (i) 3,598,173 common shares held by Craft Ventures II, L.P. and (ii) 45,774 common shares held by Craft

Ventures Affiliates II, L.P. Craft Ventures GP II, LP is the general partner of Craft Ventures II, L.P. and Craft Ventures Affiliate II, L.P.

(iii) Sole power to dispose or to direct the disposition of:

Craft Ventures GP II, LP - 0 Craft Ventures II, L.P. - 0 Craft Ventures Affiliates II, L.P. - 0

(iv) Shared power to dispose or to direct the disposition of:

Craft Ventures GP II, LP - 3,643,947* Craft Ventures II, L.P. - 3,598,173 Craft Ventures Affiliates II, L.P. - 45,774 * Represents (i) 3,598,173 common shares held by Craft Ventures II, L.P. and (ii) 45,774 common shares held by Craft Ventures Affiliates II, L.P. Craft Ventures GP II, LP is the general partner of Craft Ventures II, L.P. and Craft Ventures Affiliate II, L.P.

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.
Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.
Not Applicable

Item 8. Identification and Classification of Members of the Group.
Not Applicable

Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Craft Ventures GP II, LP

Signature: /s/ Mark Woolway
Name/Title: Mark Woolway, President
Date: 03/11/2025

Craft Ventures II, L.P.

Signature: /s/ Mark Woolway
Name/Title: Mark Woolway, President
Date: 03/11/2025

Craft Ventures Affiliates II, L.P.

Signature: /s/ Mark Woolway
Name/Title: Mark Woolway, President
Date: 03/11/2025

Comments accompanying signature: 99.1 Joint Filing Statement

JOINT FILING STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: March 11, 2025

CRAFT VENTURES GP II, LP

By: Craft Ventures UGP II, LLC, its General Partner

By: /s/ Mark Woolway

Name: Mark Woolway

Title: President

CRAFT VENTURES II, L.P.

By: Craft Ventures GP II, LP, its General Partner

By: Craft Ventures UGP II, LLC, the General Partner of Craft Ventures GP II, LP

By: /s/ Mark Woolway

Name: Mark Woolway

Title: President

CRAFT VENTURES AFFILIATES II, L.P.

By: Craft Ventures GP II, LP, its General Partner

By: Craft Ventures UGP II, LLC, the General Partner of Craft Ventures GP II, LP

By: /s/ Mark Woolway

Name: Mark Woolway

Title: President