

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

1. Name and Address of Reporting Person* <u>Nebula Holdings LLC</u>  (Last) (First) (Middle) FOUR EMBARCADERO CENTER SUITE 2350  (Street) SAN FRANCISCO CA 94111  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Nebula Acquisition Corp [ NEBU ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/12/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 01/16/2018	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 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				

**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
Class B Common Stock	(1)	01/12/2018		J(2)			312,500	(1)	(1)	Class A Common Stock	312,500	\$0.00	6,775,000(3)	D	

1. Name and Address of Reporting Person\*  
Nebula Holdings LLC  
 (Last) (First) (Middle)  
 FOUR EMBARCADERO CENTER  
 SUITE 2350  
 (Street)  
 SAN FRANCISCO CA 94111  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
CLAMMER ADAM  
 (Last) (First) (Middle)  
 C/O NEBULA ACQUISITION CORPORATION  
 FOUR EMBARCADERO CENTER, SUITE 2350  
 (Street)  
 SAN FRANCISCO CA 94111  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
GREENE JAMES H JR  
 (Last) (First) (Middle)  
 C/O NEBULA ACQUISITION CORPORATION  
 FOUR EMBARCADERO CENTER, SUITE 2350

(Street)	SAN FRANCISCO CA		94111
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
<u>True Wind Capital GP, LLC</u>			
(Last)	(First)	(Middle)	
C/O NEBULA ACQUISITION CORPORATION			
FOUR EMBARCADERO CENTER, SUITE 2350			
(Street)	SAN FRANCISCO CA		94111
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
<u>True Wind Capital, L.P.</u>			
(Last)	(First)	(Middle)	
C/O NEBULA ACQUISITION CORPORATION			
FOUR EMBARCADERO CENTER, SUITE 2350			
(Street)	SAN FRANCISCO CA		94111
(City)	(State)	(Zip)	

**Explanation of Responses:**

- As described in the issuer's registration statement on Form S-1 (File No. 333-222137) under the heading "Description of Securities--Founder Shares", the shares of Class B common stock will automatically convert into shares of Class A common stock at the time of the issuer's initial business combination, or earlier at the option of the holder, on a one-for-one basis, subject to adjustment for stock splits, stock dividends, reorganizations, recapitalizations and the like, and certain anti-dilution rights and has no expiration date.
- As contemplated in connection with the initial public offering of the issuer, 312,500 shares of Class B common stock of the issuer were returned by Nebula Holdings, LLC to the issuer for no consideration and cancelled because the underwriters' over-allotment option was not exercised in full.
- On January 16, 2018, the reporting persons filed a Form 4, which mistakenly reported that they beneficially owned an aggregate of 6,875,000 shares of Class B common stock of the issuer subsequent to the transactions reported therein. The reporting persons owned an aggregate of 6,775,000 shares of Class B common stock of the issuer as of January 16, 2018 and such number remains unchanged as of the date hereof.

<u>/s/ Adam Clammer, as managing member of True Wind Capital GP, LLC, the general partner of True Wind Capital, L.P., the managing member of Nebula Holdings, LLC</u>	<u>09/13/2018</u>
<u>/s/ Adam Clammer, as managing member of True Wind Capital GP, LLC, the general partner of True Wind Capital, L.P./s/</u>	<u>09/13/2018</u>
<u>/s/ Adam Clammer, as managing member of True Wind Capital GP, LLC</u>	<u>09/13/2018</u>
<u>/s/ James Greene, Jr.</u>	<u>09/13/2018</u>
<u>/s/ Adam Clammer</u>	<u>09/13/2018</u>
** 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.