

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>Greenhaven Road Investment Management, L.P.</u> (Last) (First) (Middle) 8 SOUND SHORE DRIVE C/O ROYCE & ASSOCIATES, SUITE 190 (Street) GREENWICH CT 06930 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/20/2021	3. Issuer Name and Ticker or Trading Symbol <u>MARKETWISE, INC. [MKTW]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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	1,065,300	I	By: Greenhaven Road Capital Fund 1, L.P. ⁽¹⁾
Class A Common Stock	1,434,700	I	By: Greenhaven Road Capital Fund 2, L.P. ⁽²⁾

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: 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			
Warrants (Right to buy)	08/20/2021	07/19/2026	Class A Common Stock	4,081,833	11.5	I	By: Greenhaven Road Capital Fund 1, L.P. ⁽¹⁾
Warrants (Right to buy)	08/20/2021	07/19/2026	Class A Common Stock	5,558,921	11.5	I	By: Greenhaven Road Capital Fund 2, L.P. ⁽²⁾
Warrants (Right to buy)	08/20/2021	07/19/2026	Class A Common Stock	1,010,445	11.5	I	By: Greenhaven Road Special Opportunities Fund LP. ⁽³⁾

1. Name and Address of Reporting Person* <u>Greenhaven Road Investment Management, L.P.</u> (Last) (First) (Middle) 8 SOUND SHORE DRIVE C/O ROYCE & ASSOCIATES, SUITE 190 (Street) GREENWICH CT 06930		
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(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>Miller Scott Stewart</u>		
(Last)	(First)	(Middle)
70 GREENHAVEN ROAD		
(Street)		
RYE	NY	10580
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>MVM Funds LLC</u>		
(Last)	(First)	(Middle)
8 SOUND SHORE DRIVE, SUITE 190		
(Street)		
GREENWICH	CT	06830
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>Greenhaven Road Capital Fund 1, L.P.</u>		
(Last)	(First)	(Middle)
8 SOUND SHORE DRIVE, SUITE 190		
(Street)		
GREENWICH	CT	06830
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
<u>Greenhaven Road Capital Fund 2, L.P.</u>		
(Last)	(First)	(Middle)
8 SOUND SHORE DRIVE, SUITE 190		
(Street)		
GREENWICH	CT	06830
(City)	(State)	(Zip)

Explanation of Responses:

- Greenhaven Road Capital Fund 1, L.P. ("Fund 1") is a private investment vehicle. Fund 1 directly owns these securities reported herein. Greenhaven Road Investment Management, LP (the "Investment Manager") is the investment manager of Fund 1. MVM Funds, LLC (the "General Partner") is the general partner of Fund 1 and the Investment Manager. Scott Miller is the controlling person of the General Partner. Each Reporting Person disclaims beneficial ownership of all securities reported herein, except to the extent of their pecuniary interest therein, if any.
- Greenhaven Road Capital Fund 2, L.P. ("Fund 2") is a private investment vehicle. Fund 2 directly owns these securities reported herein. The Investment Manager is the investment manager of Fund 2. The General Partner is also the general partner of Fund 2. Each Reporting Person disclaims beneficial ownership of all securities reported herein, except to the extent of their pecuniary interest therein, if any.
- Greenhaven Road Special Opportunities Fund LP ("SOF") is a private investment vehicle. SOF directly owns these securities reported herein. The Investment Manager is the investment manager of SOF. Greenhaven Road Special Opportunities Fund GP LLC (the "SOF General Partner") is the general partner of SOF. Scott Miller is the controlling person of the SOF General Partner. Each Reporting Person disclaims beneficial ownership of all securities reported herein, except to the extent of their pecuniary interest therein, if any.

/s/ Scott Miller, for himself 08/30/2021
and as the Managing
Member of the General
Partner (for itself and on
behalf of Fund 1 and Fund
2 and the Investment
Manager) and the SOF

General Partner (for itself
and on behalf of the SOF)

** 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 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).

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.