SEC Form 3 FORM 3

## 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 A TRANSO	0	Requiring S (Month/Day	2. Date of Event Requiring Statement (Month/Day/Year) 09/09/2022 3. Issuer Name and Ticker or Trading Symbol Nauticus Robotics, Inc. [KITT]							
BERMUDA (Street) GRAND CAYMAN	(First) DYS DRIVE HOUSE, 41 E9	KY1-1003			4. Relationship of Reportin Issuer (Check all applicable) Director Officer (give title below)	X 10%	Ówner (specify	File 6. I	d (Month/Day ndividual or Jo leck Applicable Form filed Person	int/Group Filing Line) by One Reporting by More than One
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	Form: (D) or			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, par value U.S. \$0.0001 <sup>(1)</sup>					11,159,695 <sup>(1)</sup>		D			
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)										
Ex			2. Date Exercisable and Expiration Date Month/Day/Year)		3. Title and Amount of S Underlying Derivative S (Instr. 4)				5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr.
I I I I I I I I I I I I I I I I I I I		Date Exercisable	Expiratio Date	Title	Amount or Number of Shares	Derivat Securit	ive	Direct (D) or Indirect (I) (Instr. 5)	5)	

**Explanation of Responses:** 

1. Consists of (i) 8,329,492 shares of Common Stock that the Reporting Person received following the completion of the business combination on September 9. 2022 pursuant to that certain Merger Agreement, dated as of December 16, 2021, as amended on January 30, 2022 and June 6, 2022, by and among CleanTech Acquisition Corp., CleanTech Merger Sub, Inc., Nauticus Robotics, Inc., and Nicolaus Radford, solely in his capacity as the stockholder representative (the "Merger Agreement"), as merger consideration, (ii) 2,080,203 additional shares of Common Stock that the Reporting Person has the right to receive if, on or before September 9, 2027, the Common Stock meets or exceeds certain target prices as set forth in the Merger Agreement, and (iii) 750,000 shares purchased by the Reporting Person pursuant to subscription agreements that were entered into during a private placement which was consummated concurrently with the business combination.

## /s/ Daniel Ro-Trock,

Person

ssistant Secretary \*\* Signature of Reporting 09/23/2022

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.